TEENAGE MUTANT NINJA TURTLES III

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TEENAGE MUTANT NINJA TURTLES III

FADE IN:

1 THRU 5 OMITTED *

5A EXT. COASTAL PLAIN - DAWN (MATTE) 5A

OUT OF BLACK comes the THUNDEROUS POUNDING OF JAPANESE WAR DRUMS as a giant red sun slowly ripples above swirling morning mist. A galloping HORSEMAN suddenly appears over the flat black horizon. FOUR more HORSEMEN appear over the horizon behind him in pursuit, silhouetted against the shimmering ball of fire.

The lead horseman disappears briefly from view only to re-emerge CLOSER to CAMERA before swerving abruptly OUT OF FRAME LEFT. His Four Pursuers loom behind.

5B RUNNING SHOTS 5B

as the lone Rider is chased by the Four: along the top of shaggy sand dunes, down through shallow water along a broad expanse of beach, into and through a thick grove of moss-covered trees, running for his life.

CAMERA TRACKS from behind a giant tree picking up the lone Rider as he gallops past LEFT, followed by his determined pursuers.

6 EXT. WOODS - DAWN 6

The lone horseman, KENJI, a hotblooded young man in his 20's, plunges into dark primeval woods, galloping wildly through morning mist.

His pursuers appear out of the mist behind him, closing rapidly. They are FOUR SAMURAI WARRIORS in full Feudal armor, complete with helmets and facemasks. Kenji kicks his horse hard, trying to outrun them. But TWO more WARRIORS loom ahead of him, cutting off his escape. Kenji draws his long sword and counterattacks, blades clashing.

Two of the Warriors are unhorsed before his sword is knocked spinning away. But instead of killing him, a Warrior grabs Kenji's reins, yanks his horse around and leads him away at full gallop. Another warrior nimbly scoops up the fallen sword and follows.

6A EXT. KUMANO CASTLE - NIGHT (MATTE SHOT) 6A

Black storm clouds RUMBLE across the snowcapped mountain peaks of a vast and strange country. Fog swirls and licks around the base of a distant castle set on the shores of a storm-tossed sea. This is the Feudal Japanese donjon known as:

SUPER: "JAPAN - 1593"

7 EXT. KUMANO CASTLE - COURTYARD - NIGHT 7

A torch FLARES and we HEAR SHOUTS from PALACE GUARDS as the main gate of the Japanese castle is swung open and the Four Samurais gallop into the inner courtyard with their prisoner in tow.

The castle shows signs of siege with damaged battlements, catapults and other machines of war. Mounted troops and armed guards marshall enemy prisoners in muddied uniforms.

(CONTINUED)

7 CONTINUED: 7

A fierce warrior in full battle armor and a towering crested helmet waits beside a huge black war horse: LORD NORINAGA, the local DAIMYO. Cunning, cruel and volatile, the Daimyo is a man overflowing with ambition.

DAIMYO
Kenji! I forbid you to leave the castle! You have disgraced me!

Kenji leaps off his horse, his temper flaring.

KENJI
It is you who have disgraced me, father! With your unjust war!

In a flash of rage the Daimyo draws his sword and prepares to cut down his own son. Kenji drops to his knees and looks defiantly up at his father. The courtyard becomes deathly STILL. Suddenly a SHOT rings out, STRIKING a huge iron BELL.

A MAN on horseback now stands in the gate, a smoking flintlock pistol in his hand: DIRK WALKER, a ruthless English trader, powerfully built, with enormous intelligence and self-confidence, a dangerous foe.

DAIMYO
(stunned)
Walker! You are alive...?

WALKER
And kicking.

He kicks his horse sharply and it rears. He yanks it back into control and smiles down at the Daimyo.

WALKER
Survived the ship wreck, built some new ones and, well, here I am, hungry again. Niles!

NILES, a sweating loutish sailor with a bushy red beard, runs up from behind Walker followed by ten more sailors, all heavily armed with muskets. They throw down three of the Daimyo's SENTRIES, bound and gagged.

WALKER
Your sentries. It must be a comfort knowing you're so well protected, Lord Norinaga.

(CONTINUED)

7 CONTINUED: [2] 7

The Daimyo stares, speechless, then recovers and SHOUTS an order. Guards run up and haul the hapless Sentries away.

DAIMYO
Kenji! Inside! Now!

The Daimyo angrily points to the castle. Kenji hesitates. One of the Warriors tosses him back his sword, he snatches it and looks across at Walker.

Then he storms toward the castle, meeting three Guards carrying torches. Without breaking stride Kenji's blade flashes and the three Guards are left holding sticks, the flames completely lopped off!

WALKER
(drily)
Terrible how a Civil War can put a damper on things.

8 INT. CASTLE - HALLWAY - NIGHT 8

Kenji pushes past more Guards and strides furiously down a hallway lined with the portraits of past Daimyos. He slashes at the wall and one by one the portraits tumble off and crash down behind him, cords cut. The shutters strain and RATTLE against the windows as a wind hits. *

9 OMITTED 9 *

10 EXT. COURTYARD - NIGHT 10

as Walker springs catlike off his horse, a wind now beginning to whip around him. *

WALKER
It is whispered, Lord Noringa, that reinforcements are coming down the coast to help your enemy...
(tightens his cinch)
Six, seven days march away.

(CONTINUED)

10 CONTINUED: 10

DAIMYO
(shaken)
Lies spread like maggots on rotting flesh.

WALKER
(a beat)
Poetically put.

11 INT. TEMPLE CHAMBER - NIGHT 11

An ancient stone Buddha surrounded by flickering candles sits serenely amongst lifesized wooden statues of the Daimyo's ancestral warlords. Against one wall are low tables and benches, the tables covered in ancient tablets, scrolls and manuscripts, neatly laid out for study. Six SHINTO PRIESTS work quietly, copying ancient texts.

They look up as Kenji strides past the door and then impulsively turns into the dim chamber. He angrily kicks over the two nearest wooden statues. *

The shutters on the window suddenly SLAM BACK as a Spielbergian wind WHISTLES through. Kenji freezes. * The cowed Priests scatter and flee. One, a young * COUNTRY PRIEST, pauses at the door, petrified, before * dashing away to safety. The wind gusts, strewing the * manuscripts around the room, partially unrolling an *

11A ANCIENT SCROLL PAINTING 11A

REVEALING TWO SUPERNATURAL DEMONS and the partial figure of a THIRD DEMON lying prone on a battlefield. But the DEMONS look a lot like... TURTLES! They aren't exactly our guys, but definitely in the family: SCARIER looking, more MYTHICAL, with BEAKLIKE SKULLS, SHARP TEETH and weapons clutched in CLAWLIKE HANDS!

As the WIND ripples the painting, CAMERA MOVES SLOWLY IN on these TURTLE DEMONS.

12 EXT. COURTYARD - NIGHT 12

A GROOM runs up and leads away the Daimyo's horse.

DAIMYO
Walker, we are old friends...

(CONTINUED)

12 CONTINUED: 12

WALKER
Practically brothers. *
(briskly)
Daimyo, I have three ships sitting in your harbor. Loaded with cannon, shot, powder and muskets. Guaranteed to win your ambitious war.

DAIMYO
(eyes glittering)
We are a poor province, we could only offer rice as payment.

WALKER
Most generous. The guns are yours.

And he swings easily up into his saddle.

DAIMYO
(suspiciously)
For rice?

WALKER
Why not?
(MORE)

(CONTINUED)

12 CONTINUED: 12

WALKER (CONT'D)
(shrugs)
Of course, if the Daimyo wishes to include the gold and silver hidden inside his castle, the weapons are less likely to be stolen by his enemy.

Walker smiles innocently but there is no mistaking the threat. He spurs his horse and gallops out, followed warily by his men on foot. The Daimyo stands, rigid.

13 INT. TEMPLE CHAMBER - NIGHT 13

Kenji continues to stare, frightened, as the wind blows harder. In a dark corner, unnoticed by Kenji, a GOLDEN SCEPTRE with an HOURGLASS on top rolls out of a secret niche carved into the back of the statue of the ancient Daimyo. The sceptre GLINTS briefly. *

But Kenji's attention is caught by the scroll painting as the wind unrolls it further. He bends to look at it more closely, unrolling it further yet.

KENJI
(recoils in fear)
Kappa!

Frightened, he looks back down at the

14 SCROLL PAINTING 14

which now REVEALS the entire THIRD TURTLE DEMON and also a FOURTH DEMON. All FOUR TURTLE DEMONS are now clearly seen lying down or falling to the battleground, arrows flying past or sticking into their bodies. And we realize with a SHOCK that all FOUR TURTLES are DEAD or DYING!! Distant THUNDER BOOMS as we TRACK THROUGH a BRIGHT SHAFT OF LIGHT:

MATCH DISSOLVE T

15 OMITTED 1

16 OMITTED 1

17 OMITTED

18 INT. SUBWAY DEN - PRACTISE ARENA - EARLY MORNING 18

THUNDER RUMBLES down the canyons of Manhattan overhead. CAMERA TRACKS THROUGH A BRIGHT SHAFT OF LIGHT, and down the upper stairs of the subway den.

SUPER: "NEW YORK CITY - TODAY"

We HEAR an ALARM CLOCK from below as we CONTINUE to TRACK DOWN the stairs into the gloomy den.

DONATELLO (O.S.)
Rise and shine, it's practise time!

LEONARDO (O.S.)
And remember, guys, today is the first day of the rest of your lives.

RAPHAEL (O.S.)
Yeah, and the last day of yours if ya don't shut up, Leo.

And as we CONTINUE OUR CAMERA MOVE down into the den LIGHTS suddenly COME UP REVEALING the den and subway car.

MICHAELANGELO (O.S.)
Turtle Time!

We suddenly HEAR MUSIC. And our FOUR TURTLES, LEONARDO, DONATELLO, RAPHAEL and MICHAELANGELO tumble into view out from the subway car itself.

FREEZE FRAME. MAIN TITLE.

We immediately UNFREEZE and go into a fast ROCK VIDEO practise session on a training arena set up at the end of the den. TITLE SEQUENCE CONTINUES.

18A SPLINTER 18A *

meditates in his room inside the subway car. The Turtles bounce off the outside walls, the MUSIC BLASTS in and dust drifts down from the ceiling. Splinter calmly raises an umbrella and keeps meditating. *

18B THE TURTLES 18B

are working hard: weapon work with kicks, flips, coming dangerously and gleefully close to each other. OPENING TITLES CONTINUE OVER. *

Splinter peers out a window of the subway car, nods with satisfaction at his proteges and begins swaying to the BEAT, then catches himself, looks sternly around, and closes the window. *

We notice that Raph is showing less enthusiasm than the others. Leo sets up two parallel rows of mannequins, each with an apple on its head. He draws his two sharp katanas and with a YELL starts running between the rows, blades WHIRRING. *

18C A SAI 18C

suddenly flies into one of the huge speakers, sparks ZAP and the MUSIC CUTS OFF ABRUPTLY.

18D RAPH 18D

crosses to the speaker, tugs out his weapon. He turns to the others and glowers:

RAPHAEL
It slipped.

His brothers stare back at him, Mike and Don stop sparring, Leo stands at the end of the rows of mannequins. The apples sit in place, untouched.

MICHAELANGELO
(shrugs)
No problemo. Time to replace the woofer anyhow.

(CONTINUED)

18D CONTINUED: 18D *

He turns back to Don to resume practise.

DONATELLO
Hold it. "It slipped"? Raph, come on.

LEONARDO
Yeah, what's up?

RAPHAEL
Nothin'.
(then, bursts out)
Why are we doin' this? Day after day? Practising, killin' ourselves, for what?! Nobody appreciates us. Nobody sees us. Nobody even knows we're alive down here!!!

The Turtles look at each other, not having an answer, knowing he is right.

APRIL (O.S.)
(cheerful)
Hi guys, how's it going?

19 OMITTED 19

19A APRIL O'NEIL 19A

dressed in street clothes, stands in the open doorway leading into their den. She wears a Walkman and carries a neat duffel-type bag and several packages, peering over the load. *

APRIL
Brought you some presents.

MICHAELANGELO
(brightens)
Goodies!!

He tears off into the den after April. Don looks at Raph with sympathy, then follows. Leo pats Raph on the shoulder. *

LEONARDO *
It'll get better. *

RAPHAEL *
Yeah, when? We live to be *
five hundred ya know. *

And he picks up two of the apples, one from each row, and stuffs them in his mouth. The tops come off cleanly in his hands. Leo has sliced them all neatly in half without disturbing them. *

20 INT. SUBWAY DEN - EARLY MORNING 20 *

April sets the packages down, slips the earphones around her neck and fumbles through her bag, talking: *

APRIL *
Here're the keys to my *
apartment...somewhere...thanks *
for checking on it while I'm *
away, god, do I need this *
vacation... *

LEONARDO *
You're not the only one... *

DONATELLO
Take us with you, April,
c'mon...

MICHAELANGELO
Ple-e-e-ease!!

(CONTINUED)

20 CONTINUED: 20

APRIL
Sorry, the boat's full...
(off their faces)
But...for looking after my place I picked you up some great stuff at a junk sale...
where's Raph?
(they look at her)
Again? Maybe this'll cheer him up...

She pulls out an old fedora, puts it on her head.

APRIL
Cute, huh? Now for you guys...

She hands them each a present, they eagerly start ripping them open.

APRIL
And for Splinter, I found this, some kinda weird antique Japanese eggtimer, don't ask me...

She takes out a long French breadstick bag, pulls it off REVEALING the exact same GOLDEN SCEPTRE with the HOURGLASS set on top.

The sceptre is now tarnished and coated with layers and layers of dirt. She picks it up and blows away the dust. Which billows OVER the LENS.

21 OMITTED 21

21A INT. TEMPLE CHAMBER - NIGHT 21A

The dust CLEARS REVEALING an awestruck Kenji now kneeling beside the toppled Daimyo statue, holding the golden sceptre in his shaking hands. He looks down at

21B THE SCEPTRE 21B

which has a long text of ancient Japanese lettering engraved into the burnished shaft.

21C KENJI 21C

grasps his sword tightly and lightly touches the lettering as he shakily tries to read the quaint text. To his surprise the HOURGLASS GLOWS and then SPINS! ONCE, TWICE, then STOPS! *

21D INT. SUBWAY DEN - EARLY MORNING 21D

The HOURGLASS in the den also GLOWS, SPINS ONCE, TWICE. But nobody notices except April. They are all too busy inspecting their presents: a book on Japanese swords for Leo, an old radio circa 1930 for Don and a 50's Hawaiian Hula Lamp for Mike. *

26 CONTINUED: 26

But Kenji ignores him, WHISPERING to Splinter in Japanese, looking fearfully at the Turtles.

SPLINTER
I understand now. He believes he has died and gone to...

KENJI
(croaks)
Hell.

DONATELLO
Close. New York.

RAPHAEL
Where's he from anyways?

LEONARDO
Looking at his sword I'd say Feudal Japan, probably late 16th. century...

MICHAELANGELO
16th. century?! Nope, I don't buy it, bro.

LEONARDO
Why not?

MICHAELANGELO
Dude's not that old, no way.

Raphael ignores him and looks Kenji up and down.

RAPHAEL
I don't care how old this creep is--I want to know where April is and I mean now!

DONATELLO
Yeah, this isn't funny, Mike!
(then, to Kenji)
Where's April?

SPLINTER
It seems, he is here, perhaps from the Past and April may be...there!

MICHAELANGELO
Head games, I love this.

27 EXT. KUMANO CASTLE - DAY (MATTE SHOT) 27

WIDE ESTABLISHING SHOT, the castle in the distance. Mounted warriors gallop urgently toward it.

28 INT. DAIMYO'S COURT - DAY 28

April stands, hands in her pockets, silently looking around. The Daimyo himself sits imperiously on his chair, his Priests and Generals to each side. The country Priest lies prostrate at his feet. Nobody speaks. The Daimyo carefully examines the sceptre now in his hands, glowers at April and hands it to a Palace Guard who rushes off with it accompanied by another Guard.

Observing this closely by the door is Walker. In the hall behind him are his men, watching nervously.

NILES
(whispers)
What's goin' on, Cap'n?

WALKER
(sotto)
Ignorant superstitious fools.

NILES
(defensively)
We was jist wonderin'...

WALKER
(with a withering look)
Them, you moronic toad! They seem to think the woman's a kind of witch.

The Daimyo BARKS a COMMAND at April in Japanese.

APRIL
Uh, guys, this nightmare's gone on long enough...I'm ready to leave now!

One of the Samurai Guards roughly pushes her, she stumbles and RAP MUSIC suddenly comes out of her body!

Which causes immediate pandemonium. The Priests drop to their knees, the Generals quake in their boots, and Walker's men get ready to run. Walker himself stands his ground but his hand has strayed to his gun.

The Daimyo turns ashen, then SHOUTS another order. Instantly two of the Samurai Guards draw their swords

(CONTINUED)

28 CONTINUED: 28

and charge across the room at an astonished April. She jumps backward, fumbling in her pockets and pulling out the Walkman, dropping it on the floor. The Samurais spin and hack at it like madmen, slicing it into tiny bits of metal until the MUSIC abruptly CUTS OFF.

After a long beat of grateful SILENCE.

APRIL
(to the Daimyo)
Next time just ask me to turn it off.

DAIMYO
(belligerently)
Where is my son, witch?

APRIL
Did he just speak to me in English?
(then)
Hey, I really don't have a clue so drop the macho stuff, okay?

The Daimyo signals and the Samurais raise their swords, about to strike. April shrinks back, scared.

WALKER
(stepping in)
Lord Norinaga. Allow me.

The Daimyo nods, the Samurais step back, ready to pounce. Walker turns to April with a smile:

WALKER
The Daimyo and his court believe you are a witch who has somehow spirited away his son.
(April weighs this)
Is this true?

April looks around at the petrified faces.

APRIL
It is true, I am a witch.

The Daimyo's court WHISPERS, terrified. Walker doesn't blink. April gets more confident.

APRIL
(points to the broken Walkman)
See that? I shrunk four incredibly cool guys and locked'em in there.

(CONTINUED)

28 CONTINUED: [2] 28

Walker instantly leans close and whispers:

WALKER
Then go ahead, witch, shrink me.

The audience MURMURS. Not exactly what April had planned. She grabs Walker by his lace tie.

APRIL
Don't push me, Ruffles, or I'll melt you into a steaming puddle of puke.

Walker stares at her a beat, then turns to the Daimyo.

WALKER
(scoffs)
She's powerless. Let me question her about your son. Then you can roast her, toast her, chop her into tiny bits and feed her to the birds.

DAIMYO
No, I want her to suffer.

And he turns to April, who gulps and looks woozy.

29 INT. SUBWAY DEN - NIGHT 29

Don has cobbled together two low powered lasers which sweep across the sceptre now held in a set of mechanical arms. The results of his crude spectral analysis spew out of a salvaged graphics printer.

DONATELLO (O.S.)
...so to explain how Kenji got from Feudal Japan to New York City...

Don pauses as he steps over stacks of open textbooks scattered in front of several blackboards covered in complex equations. On top of the largest one is "FEUDAL JAPAN", on the bottom of a small school slate is "NEW YORK CITY". Seated upfront listening intently are Kenji, Splinter and the Turtles.

MICHAELANGELO
(whispers to Kenji)
So I bet the surf back home's pretty gnarly, huh dude?
(MORE)

(CONTINUED)

29 CONTINUED: 29

MICHAELANGELO (CONT'D)
(Kenji stares)
Ever ride a tsunami...?

He stops, aware everyone is staring at him.

DONATELLO
(continues)
...you simply apply my "Space Time Continuum Theory", taking into account "Equal Mass Displacement". Simple, huh?

The Turtles stare at him with total incomprehension.

DONATELLO
(sighs)
O-kay, let's start with the basics. We know the Past and the Present are completely interchangeable...

RAPHAEL
We do?

DONATELLO
Sure. Michael J. Fox said so, remember.

SPLINTER
I believe that was said by the Professor with the white hair.
(they look at him)
It was on cable.

Raph looks at Leo and shrugs.

DONATELLO
Anyways, when Kenji grabbed the sceptre and read the inscription back in ancient Japan just as April held on to it here in New York the mystic powers of the sceptre were activated and a Time switch occurred. *

MICHAELANGELO
(a la Max Smart)
Ah ha! The old Time Switch Trick.

(CONTINUED)

29 CONTINUED: [2] 29

DONATELLO
That's right. But... that switch will only work under one condition. What is it?

The Turtles look blank, not a clue.

LEONARDO
Tuesdays?

DONATELLO
No.

RAPHAEL
Ground Hog's Day!

DONATELLO
Nope.

MICHAELANGELO
International Time Travel Day?

DONATELLO
No!!!

KENJI
(stands, excited)
It will work when the magic Travellers each have the same weight.

DONATELLO
(stunned)
Correct.

Kenji looks at the others, embarrassed but pleased.

MICHAELANGELO
Hold on, dudes, if April's back in Feudal Japan, does that mean we like hafta go back through Time to get her?

They all look at Splinter, who nods slowly.

SPLINTER
You have no choice, my sons. But your journey will be filled with great danger.

There is a moment of contemplative silence.

MICHAELANGELO
(pleased)
Awesome!...but you think they had pizza back then??

30 EXT. RUGGED COAST - DAY 30

April, hands now tied, watches as Walker ignores her, sweeping the seacoast with his brass telescope. They are standing on a rugged cliff overlooking the ocean. Walker has set up an awning, a campaign desk and a chair so as to be comfortable while his men off-load supplies from his ship, struggling up the narrow trail.

WALKER
(not lowering the scope)
I know exactly who you are.

APRIL
You do? Then maybe I should make you my analyst.
(then)
Why don't you start by telling me <u>where</u> I am?

WALKER
(unperturbed)
Yes, it makes sense now.
(turns to her)
You've been sent by Van Der Geldt. That old Dutch pirate's been trying to get his big wooden shoe into the Daimyo's territory for years. Niles!

Niles winds his way up the path carrying only a bamboo birdcage with two little songbirds, in sharp contrast to the heavy loads his men are carrying. Walker takes the birds from him, continues to April:

WALKER
Still, there's no need to be greedy, there are enough riches here for everybody. Sing, my little darlings.

He opens the cage, coos and whistles to the little birds: they refuse to sing a note.

WALKER
(annoyed)
Niles, have you been playing with my birds again?

NILES
(edging away, looking guilty)
Cap'n?

(CONTINUED)

30 CONTINUED: 30

WALKER
(to April)
Tell Mr. Van Der Geldt that when he returns the Prince safely to me you'll be free to...
(closes the cage)
...fly away.

He smiles at April, waits for her answer.

APRIL
No problem. Untie me and I'll tell old Van der Belt anything you want. Just tell me who he is. *

Walker stares, not amused. *

31 INT. SUBWAY DEN - NIGHT 31

A large digital clock clicks to 11:35. Don synchs up a small pocket watch, then hurries back to his computer. Leo and Raph stretch and loosen up.

LEONARDO
(worried)
What about Splinter, guys? Kenji's agreed to stay behind now but once we're gone who knows...?

Just then Mike bounces in.

MICHAELANGELO
Step back, dudes, I just brought us some heavy artillery.

In walks CASEY JONES, complete with a hockey bag of gear and his hockey stick. The Turtles ad lib greetings.

CASEY
Hey, Leo! Yo, Donny. Long time.
(sees Raphael)
Raph, you're looking good. That brain implant went okay, then?
(Raph scowls)
Okay, enough comraderie. When do we go back an' break a few heads?

(CONTINUED)

31 CONTINUED: 31

LEONARDO
Whoa, hold it. Casey, you're not going to do any head breaking this time, sorry.

CASEY
(disappointed)
Ah, don't tell me that, Leo, how come?

LEONARDO
'Cause you're not going back, big guy. We are.

Casey shoots Mike a dirty look.

CASEY
Ya wanna explain that?

MICHAELANGELO
Uh, I'm not a detail guy.

And he splits. Fast. Casey turns to the others.

DONATELLO
We need somebody to stay behind and back up Splinter in case there's trouble. Somebody we can trust.

Don shoots his brothers a look while Casey thinks about this then nods, touched.

CASEY
It would be a serious honor.

SPLINTER (O.S.)
It is time, my sons.

Splinter and Kenji enter from the back room. Casey eyes Kenji suspiciously, it is mutual.

SPLINTER
We shall wait by the sceptre every twelve hours.

(CONTINUED)

31 CONTINUED: [2] 31

DONATELLO
Correct, Master Splinter. But after 60 hours, the Space-Time Continuum will be out of phase.

CASEY
Whoa! Whoa! What's all that in American?

DONATELLO
If we don't come back in two and a half days we're turtle soup.

CASEY
(whistles)
Bummer.

Somewhere above, LIGHTNING FLASHES and there is the distant BOOM of THUNDER.

32 INT. KUMANO CASTLE - DUNGEON - DAY 32

Lightning FLASHES and the THUNDER ROLLS overhead as April, shivering, cold and miserable, stares in horror at her surroundings: a dank dungeon below the castle with enemy prisoners shackled to large tree trunks. She has been given special treatment, imprisoned in a wooden cage suspended just above the prisoner's heads which sways wildly at her slightest move.

There is a loud POUNDING on the heavy dungeon door. The JAILER peers through the peephole, then GRUNTS and swings open the door.

Niles and his two mates have their hands full as they drag in a struggling young sailor, WHIT WHITLEY.

WHIT
(protesting)
Ya stay with Walker, ya die!
Ya come with me, ya live!

NILES
Shut yer gob!

Niles belts Whit who lashes back. The others pummel him, then toss his semi-concious body into another one of the wooden cages.

NILES
There! Ya kin lead yur stinkin' mutiny in here!
(MORE)

(CONTINUED)

32 CONTINUED: 32

NILES (CONT'D)
(to Jailer)
Up, ya fool! Up! *

The Jailer spits at Niles then grabs a rope and starts hoisting up the new prisoner. Niles leers at April.

NILES
Give us a kiss, ducklin', while ya still got yur lips.

He puckers up, she shudders and makes a retching motion. The men LAUGH and Niles, furious, stomps out. They follow. As the new prisoner swings into place April catches a glimpse of his face.

APRIL
(gasps)
Casey?...

For the prisoner does bear an eery resemblance to Casey Jones only thinner with a growth of beard. The bald Jailer GRUNTS at April, shaking his spiked kanabo.

APRIL
Get a real job, cueball! *

She glances back at the unconscious man, then sees something move in her cell, a scruffy brown rat.

APRIL
You look familiar too.

The rat looks up, whiskers twitching.

33 INT. SUBWAY DEN - NIGHT 33

A bigger rat with bigger twitching whiskers looks on anxiously as the clock clicks to 11:57. Don pushes a button, the mechanical arms retract, rotate and present him with the sceptre. Mike runs in wearing a pair of idiotic surfer shorts.

MICHAELANGELO
Let's hit it, dudes.

CASEY
Whoa! Understated but nice.

LEONARDO
Why are you wearing shorts, Mike?

(CONTINUED)

33 CONTINUED: 33

MICHAELANGELO
Oh. Well, Kenji switched with April and got her clothes.

LEONARDO
Yeah, so?

MICHAELANGELO
So this... *
(snaps his shorts)
...this's to make sure whoever comes through in my place won't arrive bare butt naked.
(to the others)
I got three more pairs.

DONATELLO
Anything in a paisley...?

SPLINTER
No! We have no time for this...scientific debate.

KENJI
Hurry, please. Mitsu is in danger.

RAPHAEL
Mits-who?

KENJI
Mitsu. The woman who fights against my father, she is courageous and beautiful...

RAPHAEL
Yeah, yeah, we get the picture. Can we go now?

SPLINTER
Yes, go. Go with care, my sons.
(bows)
And return with swiftness.

LEONARDO
We will not fail you, Master.

The four Turtles bow back, then Leo begins to haltingly read the ancient inscription. As the cold WIND sweeps

(CONTINUED)

33 CONTINUED: [2] 33

in, Don grabs his pocket watch, realizes he has no place for it and pops it into his mouth.

The Turtles line up, facing forward, each holding a weapon with one hand, the sceptre with the other. The HOURGLASS begins to SPIN! FASTER!

CASEY
Whoa, momma!

MICHAELANGELO
Beam me up, Scotty!!!

The sceptre GLOWS brightly and Splinter shades his eyes. The Turtles begin to SHIMMER and RIPPLE. Mike lets go of the sceptre briefly to tug up his surfer shorts.

LEONARDO
Mike!!

Mike quickly grabs the sceptre again, now turned around facing the opposite direction from the others. Casey steps protectively in front of Splinter and Kenji, drawing a curtain partially closed, as with a sudden FLASH the Turtles VAPORIZE! And are...GONE!

TURTLES
Whoaaahhh...!!!

And in their place stand FOUR SAMURAI WARRIORS with swords! Two are clad in tiny Japanese underwear, one wears Mike's surfer shorts, the fourth is stark naked!

The Warriors look around at their strange surroundings, YELLING in confusion.

KENJI
(alarmed)
It is very bad. They are not four Priests...

CASEY
That's a noper. Not even altar boys.

(CONTINUED)

33 CONTINUED: [3] 33

SPLINTER
The sceptre was not in the temple...

Casey looks at Kenji, then at the SHOUTING Warriors.

CASEY
Man, I knew it. I'm missin' all the fun...

34 EXT. BATTLEFIELD - DAY 34 *

FLASH CUT of Four Turtle hands clutching the magic sceptre as smoke swirls around and we HEAR the distant SOUNDS of BATTLE. One hand takes away the sceptre. *

34A EXTREME HIGH ANGLE 34A *

SWOOPING FAST DOWN LOW through smoke as Mike arrives, YELLING, alongside his three brothers, all on galloping war horses racing into the middle of a raging BATTLE! But Mike has arrived riding BACKWARDS! All four wear the full armor of the Samurai Warriors but each carries one of their own weapons, their bandanas visible below their helmets, their Turtle hands and feet bursting out at the seams. *

DONATELLO
Hey, check it out. We're in "Shogun"!

To his disbelief, Mike holds the magic sceptre! He grabs at it with both hands and his nunchucks fall into the mud below. He watches them disappear beneath trampling hooves, grabs the horse's tail.

MICHAELANGELO
Whoa! Where're the brakes?!

34B FAST TRACKING SHOT 34B *

as they plunge into the thick of the fighting, clinging desperately to their saddles. *

35 WIDER ANGLE (SPLIT SCREEN MATTE SHOT) 35 *

as the Daimyo's troops swoop down on carts loaded with provisions. The rebel defenders, outnumbered two to one, fight valiantly on foot, yanking the better equipped Daimyo's men off their mounts, making up in courage what they lack in numbers. *

(CONTINUED)

35 CONTINUED: 35

Fire and smoke obscure the landscape as the Four Turtles race across towards a river, HOLLERING. *

LEONARDO *
(shouts) *
Don't worry, we're probably *
not going as fast as it feels. *

Just then their horses veer sharply at the river bank and Don, Raph and Leo fall off with a SPLAT! *

35A THEIR POV 35A *

of Mike as he gallops away out of control toward distant woods. *

35B THE THREE BROTHERS 35B *

raise their head out of the mud. *

RAPHAEL *
That was fun. *

LEONARDO *
Okay, so I was wrong. *

36 MICHAELANGELO 36

still sitting backwards hangs on helplessly as his horse runs unchecked across the field and into the trees. *

MICHAELANGELO
Bad horsey!!! Bad!

37 THE BROTHERS 37

struggle to their feet and look at the fighting around them. Don pulls his mask down, spits out a mouthful of mud, then realizes his error.

DONATELLO
Ah!!! The watch!!!

He starts pawing through the muck.

LEONARDO
Forget it!

DONATELLO
Without it we won't get back!

RAPHAEL
Don't worry about it, we'll probably get killed right here.

The three of them dodge and parry onrushing rebels, totally confused, before breaking away and dashing behind an overturned cart.

LEONARDO
(looking around)
What's Mike doing?

DONATELLO
Last I looked he was doing this...
(makes a scared face, SCREAMS)
Who-o-a-a-aa!!!

RAPHAEL
Wonderful! We're here five minutes and so far we lost one brother, the magic sceptre, the watch...

(CONTINUED)

37 CONTINUED: 37

DONATELLO
Our dignity.

RAPHAEL
And no April. What else can happen?

LEONARDO
Ya had to say it.

The brothers look up in disbelief as a giant flaming log pulled by two Daimyo horsemen rolls right at some * Rebels who duck out of the way and comes at them. *

DONATELLO
Look out! Scud!

They HOLLER and leap into the air, the log passing just under them, SMASHING the cart.

38 EXT. WOODS - DAY 38

Mike, still sitting backwards, gallops wildly down a narrow trail, his horse totally spooked.

MICHAELANGELO
Who-a-a-a! Doncha ever run out of gas?!

Suddenly a figure swings down from a tree and clubs him, knocking him cleanly out of the saddle. He lands with a THUD on his face and lies motionless.

39 THE SCEPTRE 39

flies through the air, falls into some deep moss, and rolls into a hollow stump, miraculously still intact. *

40 MIKE'S ASSAILANT 40

drops from the tree, draws a dagger and cautiously kneels beside his sprawled body. Long black hair cascades down her face: she is a beautiful, intelligent woman in her 20's, MITSU OMURA, the Rebel leader and a Japanese Joan of Arc.

She turns Mike over, and reacts in surprise. He GROANS, his eyes flutter open and he looks up at her, dazed. She quickly raises her dagger and is about to finish him when he suddenly grabs a rock and throws it. It WHIZZES

(CONTINUED)

40 CONTINUED: 40

past her head, striking one of the Daimyo's men, his spear poised to stab her. The man topples over and Mitsu turns back to Mike, confused.

He starts to talk, his eyes glaze over and he passes out. Mitsu looks at him, then slowly eases his helmet off. And reacts. He is definitely a Turtle!

Rebel soldiers come running through the woods pulling a cart, pursued by three of the Daimyo's men. They quickly dispatch them, then see Mike and stop, raising their weapons. *

REBELS
(frightened)
Kappa! Kappa!

But Mitsu gives a SHARP ORDER, her men hesitate, then reluctantly pile Mike into the cart and move out. She looks back, then follows. *

The woods are still for a beat. Then a PAIR of HANDS reaches under the bush and STEALS the SCEPTRE!

41 INT. SUBWAY DEN - NIGHT 41 *

Absolute bedlam as the Four Warriors SHOUT and brandish their sharp swords. Casey steps out and takes up a defensive stance with his hockey stick.

CASEY
Okay, boys, who's First Line?

The Warriors suddenly drop to their knees and bow.

CASEY
Ancient wusses. Total disappointment.

Casey turns to see that Kenji now stands directly behind him, Splinter alongside.

SPLINTER
Welcome, my fellow warriors.

The four Samurai Warriors can only stare at this four foot rat. Casey turns to them, sticks out his hand.

CASEY
Casey Jones. Right Wing. Before I busted my knee.

The Warriors look at him, speechless. Casey looks over at Splinter.

(CONTINUED)

41 CONTINUED: 41

CASEY
Guess they're more into baseball over there, huh?

42 EXT. KUMANO CASTLE - NIGHT (MATTE) 42 *

The Daimyo's battleworn troops trek back to the castle. A wagon stacked high with sacks of rice, weapons and booty CREAKS along pulled by a weary gang of prisoners roped together like oxen. Walking behind that, covered in mud and keeping well apart, are the three Turtles still in the uniforms of the Daimyo's Honor Guard.

LEONARDO
(as troops ride past)
I'm not sure sneaking in here was such a good idea.

RAPHAEL
What would you suggest, Leo? Go sit outside in the mud and hope April walks by?! * *

LEONARDO
You don't have to be sarcastic.

RAPHAEL
Sorry. It's my nature.

DONATELLO
(looking ahead)
Bandit's at twelve o'clock.

43 THE DAIMYO 43

struts along the ramparts, looking down at his victorious troops. Walker, nearby, is unimpressed.

DAIMYO
(smugly)
You see, Walker-san, we do not need you. We are victorious without your guns. I have my own secret weapon.

WALKER
Congratulations.

Suddenly the Daimyo stops and looks, then SHOUTS to a LIEUTENANT riding past below.

(CONTINUED)

43 CONTINUED: 43

DAIMYO
Murota! Where are my Honor Guard?

The hapless LIEUTENANT MUROTA anxiously looks over the arriving troops, finally glimpsing the Turtles far back. He CALLS to them, waving them forward.

44 BACK TO TURTLES 44

who glance down at their uniforms identifying them as the Honor Guard.

DONATELLO
Oh, oh, spaghetti-o.

The brothers exchange worried glances as the wagon rolls closer to the scrutiny of the Daimyo.

45 THE WAGON 45

rumbles past the Lieutenant, the prisoners staggering from exhaustion. Murota looks, then does a doubletake: the Turtles are gone!

The Daimyo turns to Murota.

DAIMYO
Find them, you worthless dog!

The cowed Lieutenant BARKS an order and there is instant panic as his men hastily turn and gallop away into the night. Walker turns to the Daimyo.

WALKER
You were saying...?

The enraged Daimyo smashes his war fan against the wall and descends the steps.

46 CLOSER WAGON 46

as it rolls into the dark courtyard. Clinging underneath it, hidden from view, are the Turtles. Don flashes the "A-okay" sign and nearly falls off.

47 WALKER 47

joins the Daimyo in the courtyard.

(CONTINUED)

47 CONTINUED: 47

WALKER
So they're gone. War can do that. Time to look to the future.

DAIMYO
(agitated)
You do not understand! My Honor Guard carried a sacred family relic. To ensure victory.

WALKER
Ah yes, the golden sceptre.
(the Daimyo reacts)
One sees things.
(then)
Lord Norinaga, guns ensure victory, not some ancestral good luck charm.

DAIMYO
You are wrong, Walker. If the sceptre is lost, my clan is lost. And you, Walker, will have no-one to trade with but yourself!

He hurries inside his castle, followed by his Generals and Priests, deep in conference.

WALKER
Niles!

Niles and SAM and DAVE, two of his mates, lazily detach themselves from the shadows and saunter over.

WALKER
Bring me the woman.
(Niles hesitates)
Yes?

NILES
Uh, well we did promise the lads a tot of rum, Cap'n, for takin' a few heads today.

WALKER
(slowly)
Bring me the woman, Niles, and perhaps I won't have to kill you.

(CONTINUED)

47 CONTINUED: [2] 47

NILES
Fair enough.

Niles gives a jerky salute and rushes away.

48 THE TURTLES 48

roll away from the wagon, tug up their lower half-masks and sprint toward a set of stairs leading up to the ramparts. Running smack into Niles.

NILES
(grousing)
Bring me the woman, Niles. Lick me boots, Niles. What's next? Roll over an' play dead?!

He bumps against Raphael who gives him a dirty look.

NILES
What're yuh lookin' at, yuh ugly lump o' dung?

And he elbows past, disappearing down some steps under the castle. The Turtles go to follow but Raph hangs back, incensed.

RAPHAEL
Did you hear what he called me?

LEONARDO
An ugly lump o' dung.

RAPHAEL
That was an insult, Leo.

DONATELLO
Not necessarily. In some countries dung is used as a fuel source.

Raph turns to Don. Just then TWO GUARDS stop, one calls down to them in Japanese. Don calls back up:

DONATELLO
Uh, o-hio wasabi.

RAPHAEL
Hello mustard??

DONATELLO
Okay, so I'm a little rusty.

The Guards come closer, raising their spears suspiciously.

48 CONTINUED: 48

Leo and Raph drop both Guards with a THUD. *

RAPHAEL
How 'bout Sayonara?

49 INT. DUNGEON - NIGHT 49

April, dozing fitfully, HEARS a WHISPER and sits up with a start. Whit, now conscious, looks across at her.

WHIT
(whispers)
Yur a lovely bird.

April gives him a look, then glances down at the Jailer who SNORES, cuddling his kanabo.

WHIT
How did yuh get here? By galleon? Caravel? Merchantman?

APRIL
(sourly)
Eggtimer.

WHIT
You're Dutch, right? Lovely skaters them Dutches. Father'd be a Dutch merchant then, come to strike a bargain with the Daimyo...?

APRIL
Hey, I'm American, alright!

They are interrupted by loud THUMPS on the dungeon door. The Jailer jerks awake, peeks through the peephole, then unlocks it. Niles and his men barge in and Niles speaks to the Jailer in the universal loud tone used for foreigners.

NILES
We want woman!
(mimes long hair)
Down cage!

(CONTINUED)

49 CONTINUED: 49

April cringes, afraid. Just then three uniformed Guards stride in, our three Turtles, faces still partially hidden by the helmets and masks. Niles and his men turn to the intruders, annoyed.

DONATELLO
Suzuki Kawasaki.

NILES
Git stuffed.

Raphael grabs Niles by the front of his jacket and picks him up of the ground.

RAPHAEL
Hey, we're stinkin' Honor Guard, pal. Where's your manners?

He tosses Niles headfirst into a slop bucket. Don and Leo quickly take care of the other two. The Jailer swings his spike at Raph who nimbly sidesteps, grabs the handle and flips him headlong into a wall.

50 APRIL 50

stares in disbelief at this familiar display.

APRIL
(tentatively)
Raphael?

The Guard lowers his mask.

DONATELLO
Don. That's Raph...

Raph waves and grabs a ring of keys from the Jailer, one foot on his chest.

DONATELLO
Leo.

Leo waves, pulling Niles out of the slopbucket.

(CONTINUED)

50 CONTINUED: 50

APRIL
(suddenly YELLS)
HEY! Will somebody please tell me what the heck's going on around here?!

DONATELLO
Relax, April. It's your ordinary Time Travel Equal Mass Displacement kind of thing.

APRIL
Oh.

Whit stares at them, astonished, then looks up and SHOUTS a warning as eight Guards come running in, weapons drawn. In the free for all, one of the Guards swings at Don and misses, his sword slicing the ropes holding the cages. Both April and Whit CRASH to the floor, springing their doors open.

The three Turtles take out seven of the guards but the eighth one runs out, SHOUTING for help. A shaken April crawls gratefully out as Whit gives his door a heavy kick and scrambles free.

Another company of armed Guards come charging down the corridor. The Turtles have no choice but to slam the heavy dungeon door shut, barricading themselves inside.

WHIT
We're trapped!

(CONTINUED)

50 CONTINUED: [2] 50

As the Daimyo's men BATTER at the door from the other side, April looks around and spots a grate on the floor through which the slops get dumped. She tries to pry it up, Whit scrambles to help her, and the two of them pull it loose. April reacts to the filth below, then: *

APRIL
Whew! C'mon guys, I think I found a way ...

Before she can finish Whit pushes her aside and dives down the hole headfirst.

APRIL
Obviously not the Age of Chivalry.

She holds her nose and jumps in. The Turtles rush over and dive in after her, pulling the grate back into place. A split second later, the door SPLINTERS and Guards pour in. But it is too late.

51 INT. GUTTER - NIGHT 51

as first Whit, then April, then the Turtles, come bumping and spinning out of control, like a wild ride on a water slide.

TURTLES
Yee-ooo-www!!!

52 EXT. KUMANO CASTLE - WALLS - NIGHT 52

Unable to check their speed, they shoot out through a grate high up the side of the castle walls and plummet down, landing in a refuse dump with a SOGGY SPLASH!

Silence. Then Leo rises up from the mire covered in muck.

LEONARDO
(looks around)
Raph?

(CONTINUED)

52 CONTINUED: 52

RAPHAEL
(signals "safe" like an umpire)
I'm in there. Don?

DONATELLO
(face down)
Pinned. Mud wrestling is definitely not my best sport.

They pull April to her feet, dripping with black sludge and limp off into the darkness, Whit stumbling after them. Distant SHOUTS come from deep inside the black outline of the castle.

APRIL
(mumbles)
That was absolutely the worst rescue I've ever had.

53 EXT. NEW YORK CITY - NIGHT 53

ESTABLISHING SHOT of the big bad city with SIRENS echoing over the oily waters of the Hudson.

54 INT. SUBWAY DEN - NIGHT 54

SIRENS CROSSFADE with the sound of Casey SNORING. He sleeps on the floor, Splinter next to him on a makeshift bed. Beside Splinter is the sceptre, partially covered by a cloth. A HAND reaches in and carefully REMOVES it.

55 BENKEI 55

the Samurai leader, cradles the sceptre and tiptoes over to the others who wait with Kenji. The samurais' wardrobe now consists of Casey's old clothes, ripped sweats and hockey jerseys. As they are about to grasp the sceptre the lights are switched on!

They look over, startled. Splinter stands by the light switch, holding the magic sceptre. The Samurai Warriors look at it, confused, then back to the cloth-wrapped object in their hands. Kenji yanks the cloth off: it is the base of an old lamp!

They sheepishly look at Splinter, he clicks off the light. From out of the darkness we HEAR:

(CONTINUED)

55 CONTINUED: 55

SPLINTER
One for me.

And he CHUCKLES to himself.

56 EXT. VILLAGE - DAWN 56

ESTABLISHING SHOT of a small village of thatched roof huts nestled against the base of a lofty peak overlooking a vast forested valley. A bamboo wall runs along the outer perimeter of the village, but in fact the geographical location gives far better security than any manmade structure.

57 INT. STORAGE HUT - DAWN 57

A shaft of sunlight breaks through the narrow slits between the rough boarded walls of a hut, warming an outflung arm lying on the floor. The arm moves, the hand clenches into a fist and raises up to a dazed face:

MICHAELANGELO
(groggy)
Whoa! What a headpopper!
(shakes his head)
Earth to me. Ow!

He removes his bandana and rubs his bruised head as he slowly checks out his surroundings: a small room with heavy shutters over the high windows. His helmet lies on the floor but he still wears his muddied armor. Faces press against the spaces between the knotted boards, children's faces, WHISPERING "KAPPA".

MICHAELANGELO
(weakly)
Yo, dudes.

The kids SCREAM and run away. Except for a brave six year old, YOSHI. Mike painfully moves toward him, Yoshi's nerve breaks and he dashes away, SHRIEKING.

MICHAELANGELO
Geez. Now I know how Freddy Kreuger felt.

PINK PAGE

PAGES 41-42 OMITTED

58 EXT. WOODS - CAMPSITE - DAWN 58

Whit sleeps sprawled on the mossy bank of a mountain stream. He stirs, rolls over, and topples right down the steep bank into the water!

The ice cold creek shocks him awake and he thrashes to his feet, spluttering. He looks around and realizes he has been left behind. April and the Turtles are gone.

PRELAP SOUND OF CURSING:

59 INT. KUMANO CASTLE - DUNGEON - DAY 59

Niles hangs upside down, SWEARING, his bushy red beard dangling in front of his mouth. We HEAR other VOICES and discover that Sam and Dave are also strung upside down, hanging by their ankles. *

DAIMYO
Redbeard, soon time for nice hot bath. Very traditional.

The Daimyo stands next to a huge pot of steaming water set over a fire in the dungeon. Walker comes in.

WALKER
(sees the pot)
Supper time already?

NILES
Cap'n! I luv ya! Don't let'em roast me!

WALKER
(patiently)
They're not going to roast you, Niles. They're going to boil you. English is a very precise language.

DAIMYO
Walker. Do not interfere. The girl has escaped, they must be punished.

The men HOWL in protest. Walker calmly walks over.

WALKER
Absolutely. With one small caveat. One of my men escaped as well, my Chief Navigator and
(MORE)

(CONTINUED)

59 CONTINUED: 59

WALKER (CONT'D)
Pilot. And I intend to bring him back laid out across my horse. Unfortunately, these men are my best shots.

The condemned men hold their breath, waiting.

DAIMYO
(obstinately)
It cannot be done.

WALKER
(leans close, quietly)
The rebels' village is so protected by it's surroundings that you can't destroy it and people doubt you, yes?
(the Daimyo GRUNTS)
Release these men and my guns will get back your son, the sceptre and your reputation.

The Daimyo stares long and hard.

WALKER
Time's a wasting, enemies are approaching.

DAIMYO
(finally nods)
Do not disappoint me.

And he stalks out. The men sigh with relief.

NILES
Cap'n, kin I say...

Walker gives him a backhand without looking.

WALKER
No.

60 EXT. WATERFALL - DAY 60

Below by a waterfall, watched by Raph, April rips the bottoms off the long voluminous pants inherited from Kenji, converting them to shorts. Don and Raph check out her legs, she looks up.

(CONTINUED)

60 CONTINUED: 60

APRIL
Hey, I'm allowed, I'm on vacation.

TURTLES
(in unison)
Absolutely.
(a la Wayne's World)
Schwing!!

They have stopped by a picturesque waterfall tumbling over mossy rocks. April wets a cloth and sits on a tree stump, wiping her face and watching as Don meticulously lines up a stick with the sun.

APRIL
What're you doing?

DONATELLO
Making a sun dial. We've gotta somehow keep track of time.

APRIL
Wouldn't it be easier to look at a watch?

Don looks up, April pushes back the sleeve of her kimono revealing her wristwatch,

APRIL
Half past ten. Give or take a century.

61 RAPHAEL 61

stops on a rock by the river. *

RAPHAEL
Hey, Leo, look at this water.

Leo walks over and peers closely at it.

LEONARDO
I don't see anything.

RAPHAEL
Exactly. No tires, no beer cans, no dead bodies...just water. Clean, clear, beautiful water.

They look across the tranquil glade, listening to the WATERFALL.

(CONTINUED)

61 CONTINUED: 61

RAPHAEL
(breathes deep)
Ah, nature. I love it. Makes me want to... I don't know, migrate or something.

DONATELLO
(comes over)
Turtles don't migrate, Raph. Birds do.

RAPHAEL
Hey, I've got a beak, don't I?

LEONARDO
(stares at the falls, wistfully)
I wish we could take this back to New York.

RAPHAEL
(pulls his helmet on)
Nah, somebody would steal it.

Suddenly an arrow ZIPS through the air, pinning April's heavy sleeve to a tree trunk.

APRIL *
Ambush!!! *

The Turtles leap into action as Rebels rush out of the woods, attacking. They are so skilled in the martial arts that the Turtles have their hands full. A REBEL charges at April, his spear aimed right at her. She yanks at her sleeve but the heavy fabric won't tear. Whit suddenly steps out of nowhere, grabs the spearshaft and uses it to toss the Rebel into the stream.

WHIT
Miss me?

He pulls the arrow out, hands it to her, then jumps back into the fight. He takes the captured spear, snaps it over his knee, and uses the long tip like a knife. Unfortunately, the Rebels aren't impressed. April winces.

62 RAPHAEL 62

comes out of water, grabs two attackers, spinning them around before letting them go, flinging them into the water. An ARCHER draws back his bow, about to shoot Whit in the back. Raph quickly throws one of his sais, severing the arrow. As the broken arrow falls harmlessly to the ground the Archer spins around, surprised. It is Mitsu.

63 DONATELLO AND LEONARDO 63

fight back to back, kicking, dodging, leaping, attackers swarming around them like bees. A REBEL swings a club at Don. He ducks, takes it away in a flash, then raises the club high.

DONATELLO
Hammertime!

He BONKS the guy on the head, drops him. But three more attackers take his place and start landing blows.

LEONARDO
(yells at them)
Hey, we're the good guys!

DONATELLO
Checked out your wardobe lately?

Leo looks, realizes they are still in the uniforms of the Daimyo. Don leaps up onto a tree stump.

DONATELLO
(WHISTLES)
Taxi!!!

His startled attackers look up and he pulls off his helmet! The sight of his turtle head with the bandana over the eyes stops them dead in their tracks.

DONATELLO
What's the matter? My hair messed up?

64 RAPHAEL 64

busy fighting, realizes he is running out of opposition. He looks and does a doubletake.

RAPHAEL
You nuts?! Splinter'll kill us! Put your helmet back on!

DONATELLO
Relax, will ya? This is in the past. Splinter isn't even born yet.

65 MITSU 65

SHOUTS to her men, then summons up all her courage, walks over to Raphael and reaches for his helmet.

(CONTINUED)

65 CONTINUED: 65

RAPHAEL
I don't wanna smack ya, lady.

LEONARDO
(taking helmet off)
Raph, give it a rest.

REBELS
Kappa...kappa...

LEONARDO
No, we're friends.
(tosses down katanas)
Look.

Raph stands rigid, Mitsu slowly eases off his helmet.

MITSU
(to Rebels)
Don't be afraid. They are like the other one.

LEONARDO
The other one?

RAPHAEL
Mikey?

DONATELLO
Bingo!

66 WHIT 66

getting thrashed by the Rebels, lies on the ground, holding a rebel by the neck. He freezes in mid-punch, staring openmouthed at the Turtles. April calmly loosens his grip on the man's throat.

APRIL
Buddies of mine from the Big Apple. We're real close.

She slaps him on the back and exits. For once he is speechless.

67 EXT. MOUNTAIN PASS - DAY 67

Mitsu's small band moves along a high narrow ridge, the spectacular peaks of Japan visible around them. Whit pretends to be getting a stone out of his boot, stalling until April walks by.

WHIT
They're sayin' they's Devils or Demons.

(CONTINUED)

67 CONTINUED: 67

She keeps on walking. Raph bares his teeth at Whit, GROWLS, then casually strolls on.

WHIT
(shaken)
I figure they's mercenaries, in disguise. Come to help the Rebels. Or...maybe invaders from the North.

Just then there is a SHOUT from ahead and April breaks into a run, stopping on a cliff edge next to Mitsu. They look down into the valley below.

MITSU
My village...

67A HER POV 67A

Smoke rises in the distance, coming from the small village at the foot of the mountain.

67B THE TURTLES 67B

look at each other, alarmed.

LEONARDO
Mike!

They start running frantically.

68 EXT. VILLAGE - DAY 68

CRANE UP to REVEAL the huts AFLAME, SMOKE BILLOWING up into the sky. The defenseless villagers run terrified through the dusty streets as Walker directs heavy MUSKET FIRE, cutting them down, knocking them off rooftops. *

WALKER
Find Kenji, then burn this place to the ground! There's a reward for the man who brings me the sceptre.

Niles quickly turns and levels his musket, knocking down a distant Rebel Warrior. His men pick off the bravest fighters from a safe distance as the Daimyo's elite troops look on, stunned by the firepower.

69 INT. STORAGE HUT - DAY 69

Smoke drifts in through the cracks in the walls. Mike paces, a caged animal. He spots his helmet then turns and peers outside to the

70 EXT. DUSTY STREET - DAY 70

where Niles' two idiots, Sam and Dave, run from house to house setting fires. They run to Mike's hut, about to torch it when they HEAR a SHOUT from inside. They open the shutters: *

71 THEIR POV: 71

Mike kicks at the door, his back to them, his face in shadow, the Daimyo's uniform and helmet very visible. *

71A BACK TO STREET 71A

SAM
One of them Honor Guards!

They run to the front where one slides back the heavy bolt and the other triumphantly flings open the door.

DAVE
Greetin's from His Majesty.

They look up. And SCREAM. For there stands Mike in his helmet but no mask, arms wide.

MICHAELANGELO
My heroes!

The two men drop their torches and swords and scramble for their lives, HOLLERING. Mike scoops up both swords and charges after them, YELLING with delight.

MICHAELANGELO
Hey, I'm really a beautiful princess trapped in a Turtle's body! Break the spell! Gimme a kiss...!

72 WALKER 72

WALKER *
Keep looking! *

He whirls his horse from point to point, icily calm. * He hears SHOUTS over the NOISE of BATTLE and turns to * see Sam and Dave and other men fleeing. CURSING, he * spurs his horse up the street, scattering villagers and * attackers alike. Niles, Sam and Dave and others now * huddle behind a hut. *

(CONTINUED)

72 CONTINUED: 72

WALKER
What is going on? *

NILES
(jabbering in panic)
There's a demon up the road, Cap'n, a wild beast with the body of a man and the head of the devil himself!

WALKER
You pitiful fools, he's * nothing but a Samurai wearing * one of those ridiculous * masks. *

Scoffing at their cowardice, Walker draws his pistol and gallops straight toward the fleeing men.

73 MICHAELANGELO 73

comes charging through the dust and smoke, swords raised. Walker rounds a corner and they almost collide.

MICHAELANGELO
Whoa, horsey!
(sees the pistol)
Hey, butch! Doncha know * westerns're dead?

Walker stares at Mike, then calmly raises his gun.

WALKER
Speaking of dead.

But before he can squeeze the trigger a sai WHIZZES past his head, taking his hat off and PINNING it to the tree * stump beyond. Startled, he FIRES, the shot going * wide. Mike turns to see Raph preparing to throw his other sai, his brothers leaping the fence behind him.

MICHAELANGELO
Awesome tossin', bro!

Mike turns and charges Walker, swords poised. But at the same time Whit bolts between them and tries to yank Walker off his horse. Only to be met with a boot in the face, spinning him into the dirt. In the confusion Walker gets away.

74 MITSU 74

and her forces run in through the main gate, blocking his escape route. He pulls up, then gallops back.

75 THE THREE TURTLES 75

cut off all other exits. Walker whirls around and sees Mike running towards him. He spins his horse, looking for another way out. April helps Whit to his feet. *

A group of frightened, SOBBING children stand outside a burning shelter. Walker digs in his spurs and gallops straight at them.

LEONARDO
He's goin' for the kids! Stop him! * *

The Turtles race across the street, throwing themselves in front of the defenseless children.

WALKER
(smirks)
How predictable.

He instantly swerves to the right, charging through the gap left by the Turtles. He comes to a breech in the high wall circling the village, his horse LEAPS, clears the top by inches and he escapes into the mountains.

MICHAELANGELO
Wimp.

The Daimyo's observers quickly flee. Walker's men realize he has left them in the lurch and they too retreat in chaos.

Niles flees, an arrow in his arm, HOWLING in pain as his mates drag him away. * *

76 MITSU 76

lowers her bow. She HEARS her Grandfather as he runs up through the smoke, distraught.

OLD MAN
Yoshi! Yoshi!

He points to the burning hut that the children just escaped from. Villagers mill outside in panic, trying and failing to get through the flames.

Mike sees this, grabs a fallen jacket, plunges it into a bucket of water and wraps it protectively around his head. Taking a long breath he dashes inside the burning house.

RAPHAEL
Mikey!!!

(CONTINUED)

76 CONTINUED: 76

Part of the roof collapses in a shower of sparks and the crowd backs away.

DONATELLO
Leo...?!

LEONARDO
Let's get him out!

As they run for the burning hut Mike comes bursting out through a side wall, the young boy, Yoshi, in his arms. Mitsu grabs her kid brother and Mike collapses in the dusty street, coughing his lungs out.

The three Turtles come up to him, overjoyed. Mike grins at them through his smoke blackened face.

DONATELLO
Hi, Fire Marshall Bill.

They are interrupted by a loud SCREAM. Mitsu still holds Yoshi but he has gone limp.

MITSU
(distraught)
He has no life in him...

LEONARDO
Lay'im down. Keep everybody back.

The Turtles lay Yoshi gently on the ground and Leo gives him two quick breaths, then checks for a pulse. The crowd MUTTERS, frightened and suspicious. The brothers try to hold them back as Leo administers rescue breathing and CPR, working quickly.

The crowd turns ugly and begins to SHOUT, pushing and shoving. Mitsu draws a dagger, April grabs her arm.

APRIL
Please, you've gotta let them try...

MITSU
No! He is casting an evil spell.

CROWD
(angrily)
Kappa! Kappa!

(CONTINUED)

76 CONTINUED: [2] 76

The mob is on the verge of a riot when Yoshi suddenly COUGHS, opens his eyes and starts to CRY. Mitsu picks him up and hugs him tight, looking at the Turtles in total disbelief.

The villagers back away from the brothers, awestruck and a little scared.

MICHAELANGELO
Outstanding, dude!

LEONARDO
Thanks.

RAPHAEL
Yeah, I just hope these people appreciated it!

They stop suddenly and look around. The entire village is on their knees, bowing down to them.

DONATELLO
It's a start.

77 EXT. VILLAGE - STREETS - DUSK 77 *

Whit, covered in smoke and grime, is washing up. April comes over, getting a bucket for herself. They lock eyes briefly, then she hurriedly splashes cold water over her face.

The Turtles, now out of their Samurai armor, walk down the street, listening as some villagers begin to play MUSIC on drums and stringed instruments. An OLD LADY offers a tray of sweet rice cakes. *

RAPHAEL
(sighs)
A guy could get used to this.

MICHAELANGELO
This guy already has.

He looks over and sighs. We SEE Mitsu with her Grandfather. They replace flowers trampled by * Walker by a small shrine set next to an ancient tree * stump in the center of the village. Mitsu sees the Turtles and comes over.

MITSU
Grandfather is thanking the gods for sending you to us.
(MORE)

(CONTINUED)

77 CONTINUED: 77

MITSU (CONT'D)
(hesitates)
...and he asks that you stay to help us defeat the Daimyo.

The Turtles exchange looks.

LEONARDO
Uh, yeah, sure, but we sorta have a deadline to get home. Or else we're history.

DONATELLO
Literally.

MICHAELANGELO
Whoa, dudes, we aren't goin' anywhere without that sceptre.
(to Mitsu)
So until we find it we'll help ya out, okay?

The other Turtles shoot Mike a look. He ignores them and stares adoringly at Mitsu.

MITSU
Thank you.

MICHAELANGELO
Cool. So, wanna dance?

MITSU
(shocked)
Dance...? No, it is not permitted.

MICHAELANGELO
Not permitted? What is this, some kinda redneck berg?

She hurries away. The other Turtles turn on Mike.

MICHAELANGELO
What? What'd I say?!

RAPHAEL
Wanna dance?! Right!

They begin to walk away, Mike follows. We HEAR them ARGUING as they disappear. *

(CONTINUED)

77 CONTINUED: [2] 77

MICHAELANGELO
(defensively)
Hey, she's a chick, I'm a guy, it's a hot night...

LEONARDO
You're a turtle.

MICHAELANGELO
Oh, thanks for pointing that out, Leo, that would explain the large shell on my back. Sheesh!

78 INT. NEW YORK - SUBWAY TUNNEL - DAY 78

A subway train ROARS PAST CAMERA with a SWOOSH, the tail lights disappearing into the gloom of a tunnel.

79 INT. SUBWAY DEN - DAY 79

The train RUMBLES overhead, shaking the den. Kenji spills his tea and jumps up, agitated.

CASEY
(nods to Kenji's cup)
Hey, Ken. You oughta try decaf, man. Talk about amped.

The Warriors GRUMBLE, then glance over at the sceptre next to Splinter. Everybody is on edge.

SPLINTER
(low, to Casey)
They are unhappy. They think they will never get home.

CASEY
Yeah, well it ain't exactly a quick jaunt across the Brooklyn Bridge.

Kenji suddenly hurls his cup of tea across the room. * It splatters against the wall. Splinter blinks.

(CONTINUED)

79 CONTINUED: 79

CASEY
Ya know, maybe you should go herbal, Ken-man.

KENJI
We cannot wait for your sons! Mitsu needs me now!
(holds out his hand)
The sceptre, please.

The Warriors spread out, then begin to move forward. Splinter remains calm, the sceptre beside him.

Casey reaches for hockey stick on the sofa, then spots something better: a TV remote. He picks it up and ZAPS on the TELEVISION: a hockey game!

Instantly all heads swivel as one, staring at the flickering image, mesmerized. The Warriors MURMUR, Kenji snaps "SSHH!" moves over and sits, totally absorbed, Time Travel and True Love forgotten.

Casey looks at Splinter and shrugs.

CASEY
Can ya believe it? And they're not even in the play-offs.

80 INT. KUMANO CASTLE - CORRIDOR - NIGHT 80 *

Walker strides angrily down the hall. Niles and his two henchmen run behind. *

NILES
(pitifully)
It mighta been a demon, it was awful hard tuh see. I had dirt in me eyes.

WALKER
Yes, and it might've been my eighty-three year old Granny dressed for All Hallows Eve, but I seriously doubt it.

He stops and pokes Niles rapidly in the sore arm, an arm now wrapped with a dirty bandage.

WALKER
Does that hurt, Niles? Does it sting? Does it tingle just a touch?

(CONTINUED)

80 CONTINUED: 80

NILES
(sweats through clenched teeth)
Don't feel a thing, Cap'n.

WALKER
Really? Then it seems obvious, Niles, you're having difficulty separating reality from fantasy. I suggest you ruminate on that the next time you start seeing demons!

Walker abruptly strides away. One of the dimmer henchmen pokes Niles on the sore arm. Niles SCREAMS in pain and glares at the man in disbelief. *

81 INT. DAIMYO'S CHAMBERS - NIGHT 81

The Daimyo waits, looking out a window, as Walker enters. A beautiful woman SERVANT pours tea and offers it to Walker, then bows and slips outside. Walker sips the hot tea, watching the Daimyo like a mongoose watches a cobra.

DAIMYO
(without preamble)
Your men showed lack of courage today.

WALKER
They were frightened by the demons. As were your men. As would be any man of this world.

The Daimyo grudgingly concedes this point, then crosses to a scroll lying on a low table, unrolling it partway.

DAIMYO
Look.

Walker frowns, then turns his eyes to the scroll. It is the painting of the FOUR TURTLE DEMONS in the battle, only now that it has been unrolled further we can SEE who defeated them: an ancestral Daimyo and his troops!

WALKER
(unfazed)
At least you're winning.

The Daimyo grunts with contempt.

(CONTINUED)

81 CONTINUED: 81

DAIMYO
After three years, Walker-san, you still do not understand us.

With a sweep of his arm, he unrolls the scroll the length of the table.

DAIMYO
Come! Look at it now!

Walker comes around to the end of the table and LOOKS at the scroll VERTICALLY, the way it was painted.

82 THE SCROLL PAINTING 82

now shows very clearly that the FOUR TURTLE DEMONS aren't LOSING, they're WINNING! They aren't lying down but rather stand upright atop the vast battlefield littered with fallen soldiers. Lying prone beneath them is the DAIMYO!

82A WALKER 82A

turns to the Daimyo, betraying nothing.

WALKER
Excellent likeness.

DAIMYO
(beginning to sweat)
Tell me, Walker, were they demons today, not men? Demons? *

Walker sips his tea, then answers carefully.

WALKER
No. They weren't demons. They were monsters. Destroying everyone in their path.

The Daimyo GRUNTS and nods, shaken, beginning to sweat.

DAIMYO
The Old Priests say once before demons defeated my ancestor. Now they have come back. For me.

Walker says nothing, he just waits.

DAIMYO
I agree to your price. Guns for silver and silk.

(CONTINUED)

82A CONTINUED: 82A

WALKER
Guns for gold.
(the Daimyo looks at him sharply)
Now there are demons. Before there were just men.

DAIMYO
No!

WALKER
My cannons will destroy these creatures from Hell! You can rewrite history.

The Daimyo gives him a long searching look, then scoops up the scroll and exits. Walker slowly smiles and closes his fist, crushing the fragile tea cup, the shards of pottery falling to the floor like dry leaves.

WALKER
And I can rewrite you.

83 EXT. VILLAGE - DAY 83

A bright sunny morning. A hawk CRIES and circles overhead as April helps Whit repair the breeches in the village wall, expertly sharpening bamboo stakes with a hand axe.

WHIT
(impressed)
How'd yuh learn that?

APRIL
Adirondack childhood. Campfire Girls.
(Whit looks blank)
Girl Scouts? Cookies?

She picks up a ladle to get a drink of water, and HEARS a SHOUT and the SOUND of a HORSE GALLOPING. As she looks up the street Donatello gallops into view, clinging precariously to his horse. He promptly falls off, landing in the dust at his feet.

(CONTINUED)

83 CONTINUED: 83

APRIL
(casually holds out the ladle)
Thirsty?

DONATELLO
(equally casual)
Thanks.

APRIL
(as Don rubs his butt)
You didn't find the sceptre, did you?

DONATELLO
(shakes his head)
No. There was nothing there.

There is a SHOUT as a Turtle gallops through the village out of control, facing backwards, before disappearing from sight. There is a loud CRASH. Then SILENCE.

DONATELLO
(gestures)
Mike...
(then)
Yeah, we searched the woods, no luck.

Another YELL as another Turtle gallops in from the opposite direction, scattering villagers, hanging half off the saddle before landing in a pile of pigs...

DONATELLO
Raph. He already fell out of a tree.
(ponders the horse problems, rubs his butt)
Maybe it's the saddles. Or the Time difference...?

Another HOLLER but this time the Turtle comes galloping through riding great. He stands up on the saddle and rounds a corner as the village kids stare in awe.

DONATELLO
Gotta be Leo. Sometimes I hate that guy.

He starts to walk somewhat stiffly away.

(CONTINUED)

83 CONTINUED: [2] 83

APRIL
Wait, hold it, if the sceptre wasn't in the woods, maybe the Daimyo has it.

DONATELLO
Nope. He's looking for it too.

They stop next to the village blacksmith shop.

APRIL
So, what're we going to do? How're we going to get home?

Donatello smiles at her.

84 INT. BLACKSMITH SHOP - DAY (LATER) 84

Don is bent over a piece of rice paper, sketching out a drawing of the sceptre while the brothers criticize. April stares in disbelief.

DONATELLO *
If I'da known you were gonna *
lose it I'da taken a Polaroid. *

APRIL
This is your plan?!

They ignore her, arguing, she WHISTLES. They look up.

APRIL
Thank you. I don't want to spoil the party here but are you seriously suggesting that Donatello make a new sceptre? An incredibly arcane Time Travel machine?!

LEONARDO
No way. That'd be dumb.

MICHAELANGELO
Totally bogus.

APRIL
That's a relief.

DONATELLO
He's gonna make it.

And he points to the village BLACKSMITH, a hulking crosseyed GIANT who looks like he's been kicked in the head by a horse once too often. April looks sick, heads for the door.

(CONTINUED)

84 CONTINUED: 84

LEONARDO
Where are you going, April?

APRIL
(calls back)
To find an apartment. I have a very strong feeling we're going to be here for a while.

84A INT. SUBWAY DEN - NIGHT 84A

Casey Jones glides back and forth in the den on Rollerblades, holding a hockey stick, his mask tipped back up on his head. He has moved all the furniture to create a small rink and a goalnet. The Samurai Warriors, looking very confused, each hold one of Casey's old taped up hockey sticks.

CASEY
Okay, boys, let's play hockey. Take your best shot.

He pulls down his mask and sets himself in front of the "net". The Warriors hesitate, unsure.

CASEY
C'mon, just like ya saw on TV.

The lead Samurai, BENKEI, nods, explains to the others in Japanese. They nod to Casey, then turn to each other, bow formally, grip their sticks, and suddenly let out bloodthirsty YELLS and charge at each other, hacking, high-sticking and slashing.

CASEY
(raises his mask, watching the brawl)
Okay, I can work with that.

84B SPLINTER 84B

sticks his head out the subway car window and watches the mayhem.

SPLINTER
(sighs)
Perhaps it is time for some fresh air.

84C INT. SUBWAY DEN (ALTERNATE) - NIGHT 84C *

The Four Warriors watch more television, becoming couch potatoes, munching on junk food. Casey watches them in disgust. *

CASEY *
I think these brothers need a little meditation, Casey Jones style. *

84D EXT. VILLAGE - DAY 84D *

Clouds roll over the mountains, shrouding them in mist. *

85 INT. BLACKSMITH SHOP - DAY 85

A hot shaft is plunged into cold water, erupting in a cloud of steam. The Giant picks it up with tongs and scrutinizes it. Don and Leo peer over his shoulder, he slowly turns, they hastily back off.

In the b.g. a piece of pizza dough is tossed up in the air. The pizza is caught by Mike, covered in rice flour, who sprinkles cucumber slices on it as he talks to the Blacksmith's HELPER, a small ELFISH MAN.

(CONTINUED)

87 CONTINUED: 87

Niles lowers a smoking gun and takes a swig of rum from a wooden keg. He and his mates stand next to a small five pounder ship's cannon on a sledge, target shooting at a row of straw dummies with their muskets and pistols. *

88 WALKER 88

sits off by himself at the edge of a rocky beach, an easel set up in front of him. He takes a tiny brush and delicately feathers in the petals of a wildflower, painting with complete concentration, oblivious to the MUSKETFIRE.

A RIDER comes galloping up the sand, skids to a stop.

RIDER
(breathlessly)
Lord Norinaga has agreed to your price.

Walker doesn't answer. He studies his painting critically, then walks over to the real wildflower growing out of the cliff. He touches it gently, then closes his hand and slowly strips every single petal off.

WALKER
You see, I no longer have need * for the real thing. *
(then)
Tell the Daimyo to prepare the papers.

The Rider cannot leave fast enough. Walker picks up a thin cigar by his easel, takes a puff, then casually touches the cigar to the fuse of the ship's cannon.

The cannon FIRES, the baseball-sized cannon ball shredding the row of straw dummies dressed in rebel armor.

WALKER
(re: the painting)
Mother always said I had talent.

Niles chokes on his rum.

89 EXT. VILLAGE - DAY 89 *

Raphael watches from a distance as Mitsu's ragtag rebel army trains the villagers, sparring and working out with primitive weapons. He HEARS the SOUNDS of KIDS YELLING and runs around the corner of a hut, to find

90 YOSHI 90

and his friends fighting wildly with bamboo swords, hands and feet. A kid shoves Yoshi and he tackles him back, arms flailing, YELLING.

Raph runs in and breaks it up, holding Yoshi off the ground, Yoshi's hands and feet still going.

RAPHAEL
Hey, hey, what is this, "The Geraldo Show"?! Ya gotta learn to control that temper, guy.
(he stops)
Did I say that?

YOSHI
(proudly)
We are practising to fight the Daimyo.

RAPHAEL
Fight the Daimyo?! Hold on here, fightin's for grown-ups, and that's only if ya got no other choice. You guys're kids, ya should be out...

He looks around, sees several colorful Yakko (Japanese) kites with long tails piled against the hut.

RAPHAEL
Ya should be out havin' fun, flyin' those things...

YOSHI
Fun is for children.

RAPHAEL
And what, you're senior citizens?!
(picks up a kite)
Come on, ya can teach me, what'd ya say your name was?

YOSHI
Yoshi.

(CONTINUED)

CONTINUED:

RAPHAEL
Yoshi, huh? Okay, Yoshi, you'n your buddies go on out in the field, I'll join ya.

He smiles at them, Yoshi and the kids grab their kites and run off, GIGGLING. Raph picks up one of their discarded wooden swords and looks at it, HEARING the CHILDREN LAUGHING in the distance. He sighs, tosses it aside, puts on a big smile and runs off to join them.

91 OMITTED 91

91A EXT. VILLAGE - DAY 91A *

April watches Raphael gamely running over the rugged terrain, trying to fly kites with the kids. Whit, unobserved, watches April as she anxiously checks her wristwatch. * * * *

WHIT
That a timin' piece?

APRIL
What? Yeah, it's called a wristwatch.
(shows it to him)
Genuine Rolex knock-off. Bought it from a guy in a pink suit on 42nd. Street. Crime, corruption, garbage strikes and human decay. God, do I miss New York!

WHIT
Yur home is it?

APRIL
Yeah, hey, you know what? It used to be called New Amsterdam. Maybe I was Dutch after all.

She smiles at him. Whit goes to the water pipe for some drinking water. * *

WHIT
Kin I go back with yuh?

APRIL
Where? New York? Not a chance.
(MORE)

(CONTINUED)

91A CONTINUED: 91A

APRIL (CONT'D)
(he turns to her)
I mean, you wouldn't fit in...
(she stops, looking at his getup)
Well, actually you would fit in...but you wouldn't really "fit in". Know what I mean?

He brings her a drink of water in a wooden bucket.

WHIT
Ya could teach me.

APRIL
No, I couldn't. Look, Whit, I'm going back real soon and...and I don't want to really have this conversation, okay? *

WHIT
(simply)
Walker'll come back. He always does.

APRIL
You don't know that...
(off his look)
Whit, I...I can't help you... I'm sorry.

WHIT
(stubbornly)
Ya could if yuh'd jist take me with yuh...

APRIL
(cutting him off)
I can't take you with me, okay?! I just can't do it!
(he looks away)
Don't try to guilt me into this, you're not going with me, god, don't you understand English?!

WHIT
(quietly)
Not yur English.

He quickly walks away leaving her alone.

92 OMITTED 92

92A EXT. MOUNTAIN TOP - SHRINE - DAY 92A *

Mitsu kneels by an old shrine on a high distant mountain. She senses someone and turns quickly, a dagger in her hand. It is Mike. *

MICHAELANGELO
Sorry. Guess ya wanna be alone, huh?

MITSU
I was asking the gods to protect someone.

MICHAELANGELO
Kenji?
(she looks at him, surprised)
He's like your beau, huh?

MITSU
You know him?

MICHAELANGELO
Sorta. He kinda went on a cosmic cruise and dropped in on us.
(she is confused)
Don't worry, he'll be back. Soon's we leave. I promise.

Mitsu looks at him, he shrugs, uncomfortable. *

92B EXT. MOUNTAINS - DAY 92B *

Mitsu and Michaelangelo walk along the high mountain trail, silent. Mike casts sideways glances at her, not knowing what to say. * * *

92C EXT. VILLAGE - DUSK 92C *

Several villagers flail grain, the dust billowing up into the air around them. Mike and Mitsu enter in the b.g. The villagers use a primitive threshing tool made from two wooden handles, one long, one short, joined by a length of rope. * * * * *

MICHAELANGELO *
Chucks! *

He runs over and picks up two of them, takes a short scythe and trims the handles to the same length. Before the villagers can protest, he expertly spins them: a primitive set of nunchuckus, the handles moving in a blur. He sneaks a look over at Mitsu, she gives him a small smile. *

92C CONTINUED: 92C

MICHAELANGELO *
(pumping his fist) *
Yes! Mike knows chucks! *

He runs back to Mitsu, excited, flipping high off a * veranda and landing breathlessly at her feet. *

(CONTINUED)

92A CONTINUED: 92A

MICHAELANGELO
Hey, I can show your guys how to use these to really kick some butt...

MITSU
It will not work.

MICHAELANGELO
Oh, so when the Daimyo gets here you're just gonna give up, huh?!

MITSU
(losing patience)
No, Michaelangelo, we are going to die.
(he stares at her)
We cannot stop guns and bullets with our hands! We are humans not gods like you!!!

And she walks away, upset. Mike stands, crushed.

MICHAELANGELO
(forlornly)
We're not gods, okay? We're just four Turtles who fell into some radioactive goo.

93 EXT. VALLEY - SUNSET 93

The Turtles sit in silhouette up on a large rocky outcropping, the village far below them, the sun low in the western sky. They say nothing.

94 THE SUN 94

slowly disappears, a flaming red ball devoured by the jagged teeth of the mountain peaks. Plunging everything into... DARKNESS.

95 OMITTED 95

95A EXT. KUMANO CASTLE - COURTYARD - NIGHT 95A *

Horses tethered in the empty courtyard SNORT in FEAR, * nostrils flaring, as a cold mist wraps around them. * Grooms cast nervous glances up at a lighted window. *

96 INT. DAIMYO'S COURT - NIGHT 96

Armed Guards stand in silhouette behind the shoji screens. Candles flicker as with a flourish of the quill, Walker signs the trade agreement.

(CONTINUED)

96 CONTINUED: 96

A Servant picks up the parchment and the writing desk and hurries across the polished floor to the Daimyo, who sits with his court. Kneeling by the door, watching closely, is the Country Priest.

The Daimyo affixes his official chop to the document, then CLAPS and Women Servants with trays of sake instantly appear.

DAIMYO
Good.
(smiles)
Tomorrow, Walker, we will use your guns.

WALKER
With pleasure.
(turns to leave)

DAIMYO
(stops him)
Walker. My dungeon is very crowded.

WALKER
Well then, it'd be only humane not to take more prisoners.
(matter of fact)
We'll just have to kill everybody.

He smiles and strides out, stirring the candles, some which flicker and die, leaving a chill in the room. The Daimyo shivers. As his Advisors WHISPER, the country Priest quietly slips away.

97 INT. TEMPLE CHAMBER - NIGHT 97

Walker passes the doorway into the empty chamber, stops, looks back, then turns in. As he walks slowly across the hollow floors a slight breeze stirs unseen CHIMES, TINKLING ghostlike in the dim candlelight.

There is a another SOUND and Walker spins around, his sword in his hand, ready to strike. Nothing. Only the wind RUSTLING the scrolls on the tables. One unrolls onto the floor.

He sucks in his breath. Staring at him is the painting of the Four Turtle Demons, their glowing red eyes boring right inside his head.

(CONTINUED)

97 CONTINUED: 97

With a ROAR, he hurls his sword. It arcs end over end, imbedding itself in the painting, the blade quivering in the dead center of the Four Turtles!

98 INT. SUBWAY DEN - SPLINTER'S ROOM - DAY 98

Dead silence. Splinter looks up and listens, cocking his head to one side, sensing the vibrations coming through the night air. He is playing a game of "Go" with Kenji who sits opposite on a low cushion.

KENJI
What do you hear, Sensei?

SPLINTER
(whiskers twitching)
Danger.

99 EXT. VILLAGE - NIGHT 99

An owl HOOTS and glides low overhead as a FIGURE hurries along the deserted streets. Mitsu suddenly steps out and the figure stops, frightened.

100 INT. TURTLES' HUT - NIGHT 100

A small fire burns in a dirt hearth, casting tall shadows on the walls. April and the brothers anxiously watch Don carefully unwrap the new sceptre. It looks like the old one only cruder and simpler.

MICHAELANGELO
(breaking the silence)
What if this doesn't work, dudes? What if like we make a cosmic U-turn and go back to Godzilla land...

DONATELLO
We don't have a choice unless you wanna stay here.

MICHAELANGELO
(picking up the sceptre)
Maybe we should.

(CONTINUED)

100 CONTINUED: 100

LEONARDO
Yeah, right. Forget Mitsu and give me the sceptre before you drop it.

Mike obstinately pulls away. And stumbles, juggles the sceptre, then catches it.

LEONARDO
See?! See what coulda happened by being stupid?!

Leo grabs it from Mike. And promptly drops it. To everyone's horror, it hits the rocky floor and breaks, the hourglass shattering into a thousand pieces. There is shocked silence.

LEONARDO
(sick)
I...I...I'm sorry...

DONATELLO
(numb)
It probably wouldn'ta worked anyway...

RAPHAEL
Yeah, Mike was right. Tomorrow we coulda been fightin' dinosaurs.

MICHAELANGELO
(under his breath)
'Course that actually could've been kinda cool...

Everyone grows quiet. Cognizant of the fact that now they are in deep deep trouble.

APRIL
Could we, you know, make another one?

DONATELLO
There's no time.

APRIL
Oh. Then... I think I'll go...
(hesitates)
I don't know...

And she turns and exits quickly. The four brothers stand alone, looking down at the pieces of their dream.

(CONTINUED)

100 CONTINUED: [2] 100

MICHAELANGELO
Boy, Splinter's gonna be mad.

They look at him in disbelief. Just then Mitsu rushes in, the Country Priest behind her. The Priest stops and stares at the Turtles.

MITSU
The Daimyo is coming in the morning. With Walker and guns.

The Turtles swallow hard and look at each other, then down at the broken sceptre, their fates now sealed.

101 EXT. VILLAGE - OUTER WALL - NIGHT 101

April walks alone, deep in thought. Whit suddenly jumps down, landing right behind her.

APRIL
(startled)
Don't do that!

WHIT
Jist keepin' watch.
(looks at her)
Troubled?

She shakes her head, then breaks and chokes back a sob, holding her head.

APRIL
Oh boy.
(MORE)

(CONTINUED)

101 CONTINUED: 101

APRIL (CONT'D)
(draws in a deep breath)
Oh boy. Sorry...

He puts his arm around her and stands quietly.

WHIT
We coulda done all right, you'n me...

He kisses her suddenly then turns and walks quickly away, disappearing into the darkness. April stares after him.

102 EXT. STREETS - NIGHT 102

Raphael approaches Mitsu's Grandfather's house, quietly walking up the steps.

RAPHAEL
(calls inside in a whisper)
Hey, Yoshi, ya awake, buddy?

Not hearing a reply he opens the door and peeks in.

102A INT. GRANDFATHER'S HOUSE - NIGHT 102A

Yoshi is sitting up on his tatami bed, a low candle burning next to him. He looks up at Raph and we SEE there are tears running down his face.

Raph comes over to him quickly.

RAPHAEL
Hey, hey, what's the matter, little man?

YOSHI
Nothing.

And he tries to wipe the tears away with the sleeve of his kimono.

RAPHAEL
Nothin', huh? Too bad. 'Cause if somethin' was botherin' ya, I got a present here to cheer ya up.

(CONTINUED)

102A CONTINUED: 102A

He turns away, then turns back, a yo-yo spinning from his finger. Yoshi stares at it in amazement.

RAPHAEL
Called a yo-yo.
(hands it to him)
It's yours, I made it for ya. I was gonna give to ya tomorrow but...ya know things could get a little nuts, I might forget...

YOSHI
(solemnly)
You fight Daimyo in the morning.

RAPHAEL
(reacts, then smiles)
Okay, so tomorrow afternoon I'll teach ya some tricks on your yo-yo, deal, buddy?

YOSHI
Tomorrow you might die.

Raphael kneels beside Yoshi and holds him firmly by the shoulders.

RAPHAEL
Ya listen to me, Yoshi, okay? Tomorrow mornin' you an' your pals go on up into the mountains and ya play, ya hear me? No matter what happens.

Yoshi looks at Raphael, then hugs him tight.

YOSHI
I cannot let you die, Raphael-san.

RAPHAEL
Nobody's gonna die, kid...

Yoshi wiggles away, jumps up and runs over to a trap door in the floor and pulls it up.

RAPHAEL
Yoshi, c'mon, it's late already...

But Yoshi has already disappeared through the opening. Raph waits. He HEARS a CLUNK under the floor.

(CONTINUED)

102A CONTINUED: [2] 102A

RAPHAEL
Yoshi...?

103 YOSHI 103

reappears, streaked with dirt, a cloth-wrapped package in his arms. He brings it over to Raphael.

YOSHI
For you, Raphael-san.

RAPHAEL
Aw, ya didn't hafta...

He stops and looks: it is the MAGIC SCEPTRE!

YOSHI
I find in the woods. Now you and the other kappa can go home. Now you no die.

Raphael looks at him, then back at the sceptre, blinking in shock and disbelief.

RAPHAEL
Son of a snapper...!
(hollers)
Leo!!!

103A EXT. MOUNTAINS - NIGHT 103A *

His SHOUT RINGS and ECHOES through the mountains. *

104 EXT. VILLAGE - NIGHT 104

The SCEPTRE, gleaming in the moonlight, is passed from hand to hand. It ends at Mitsu.

RAPHAEL (O.S.)
(pointedly)
It was under her house, her little brother put it there.

They are standing out in the street, the brothers, April and Mitsu, staring at the sceptre, stunned.

MICHAELANGELO
Mondo surprise!

RAPHAEL
(disgusted)
Ya see as long as we didn't
(MORE)

(CONTINUED)

104 CONTINUED: 104

RAPHAEL (CONT'D)
have the sceptre we had no choice but to stay'n fight. Right?

The Turtles all turn to Mitsu.

MICHAELANGELO
Is that for real?

Mitsu looks at him, then the others, then without saying a word she walks away. Mike stands there, feeling angry and betrayed.

MICHAELANGELO
The vibes in this place just turned bad. Let's split!

They start to leave when they HEAR a SHOUT.

OLD MAN (O.S..)
Wait! I am the one.

The Grandfather comes slowly down the street, holding Yoshi's hand.

OLD MAN
Please. I am the one who told my grandson to hide the sceptre. I want you to fight, not Mitsu.

Mike looks at him, speechless, then starts up the street after Mitsu.

MICHAELANGELO
Mitsu...!

A SCREAM rips through the night, Mike freezes. A horse comes galloping out of the darkness with Mitsu in the saddle.

WHIT
Evenin'.

April's jaw drops in disbelief. Whit sits behind Mitsu, holding his knife at her throat.

APRIL
Whit...?

(CONTINUED)

104 CONTINUED: [2] 104

WHIT
(not looking at her)
The sceptre.

MITSU
(through gritted teeth)
No! Kill him!

Leo quickly steps in front of Mike before he can do anything rash.

LEONARDO
Don, hand me the sceptre.

Donatello gives it to him.

WHIT
In the sack, my green friend.

Leo slips the sceptre into a sack slung off the saddle horn.

MITSU
No...!

She struggles, Whit presses the knife closer and Leo steps back.

WHIT
Bring Kenji to the castle tonight, ya get this one back.
(reins his horse around)
Come mornin'... I was you I'd be goin'.

He stops beside April, gives her a long look, then gallops off with his hostage into the night.

There is a stunned SILENCE. The Turtles turn to April. She stands rigid, pale and shaking, fists clenched.

105 EXT. ROAD - NIGHT 105

Whit, still holding Mitsu captive, GALLOPS PAST CAMERA.

106 INT. KUMANO CASTLE - DAIMYO'S CHAMBERS - NIGHT 106

The Daimyo is at dinner as the door bangs open and Mitsu is hauled in by Niles and dumped at his feet. He looks up, surprised, as Walker strides in.

WALKER
My apologies for this crude interruption, Daimyo.

The Daimyo GRUNTS, his eyes raking over Mitsu.

WALKER
But perhaps this little bird will sing for your supper.

DAIMYO
(rises)
Mitsu. You steal my son.

MITSU
I do not have your son. He is gone on a magic journey. Only the sceptre can bring him back.

DAIMYO
You are lying. You have them both.

MITSU
I have nothing.
(turns to Walker)
He has the sceptre.

Walker frowns, puzzled. As the Daimyo turns to him Mitsu snatches a meat skewer from the hands of a woman servant and lunges at the Daimyo's chest.

Only to be thwarted by Walker, who twists her wrist until the skewer CLATTERS to the floor. The Daimyo stares at Mitsu, who glares back.

WALKER
Not as chirpy as I'd hoped. Niles?

Niles nervously wipes his beard and hauls Mitsu away. The Daimyo sits in shock.

DAIMYO
How did you capture such a woman?

(CONTINUED)

106 CONTINUED: 106

WALKER
How do you catch any wild animal? I set a trap.

He starts to exit, the Daimyo gives a command and the Guards bar his way. *

WALKER *
(without turning) *
I don't have it. *

The Daimyo hesitates, then gestures, the Guards step aside and Walker strides out. *

107 INT. WALKER'S QUARTERS - NIGHT 107

Chests and gear have been brought up from Walker's ship, replacing the traditional Japanese decor. Whit stands by a long table, examining the painting of the FOUR TURTLE DEMONS, fingering the sword slash.

WALKER (O.S.)
It's not polite to hide things from your employer.

Whit looks up to see Walker in the doorway.

WHIT
Hide things?! When was ya plannin' on showin' me this?!

WALKER
What? Afraid of some simple folktale?

WHIT
It's them, the same demons as in the village, mate! I know! I was with'em, riskin' me neck while you was sippin' rice wine with His Lordship!

WALKER
Impossible.

WHIT
Let's jist get the gold'n shove off like ya said. Or hadn't ya noticed who's winnin' this little massacre!?!

WALKER
Where is it?

(CONTINUED)

107 CONTINUED: 107

Whit looks at him, then sets the scroll aside and carefully takes the sceptre out of the sack.

WHIT
Equal partners.

Walker's eyes betray emotion for the first time. Greed. They HEAR SHOUTS outside the gates.

108 EXT. CASTLE GATE - NIGHT 108

The heavy gate swings open and a wagon rolls inside driven by a cloaked DRIVER, escorted by the Daimyo's armed troops. More Guards surround it, yanking back the cover: the wagon is empty. The Driver drops her hood, it is April. As the Guards haul her out she flicks a quick glance up to the

109 EXT. HIGH CASTLE WALLS - NIGHT 109

where outside in total darkness the four Turtles work their way up the vertical pitch, scaling the wall using metal claws attached to their hands, finding purchase in the tiny crevices between the huge stone blocks. Above is the scummy opening of the gutter.

110 INT. DUNGEON - NIGHT 110

The Jailer holds Mitsu's dagger, grins with satisfaction and tucks it safely away as he dumps a huge pail of slops down the grate in the floor, then jerks the rope connected to Mitsu's wooden cage, causing it to sway. She sits up, startled, he LAUGHS.

Just then there is a strange MEWING SOUND coming from the grate. A CAT MEWING. The Jailer frowns and lumbers over. The MEWING is REPEATED, more urgent. The Jailer drops to his knees for a closer look...

Suddenly the "CAT" SCREECHES as the grate is pushed back. A Turtle hand and shoots out, yanks the Jailer down out of sight. There is the SOUND of a SCUFFLE followed by a heavy THUD.

DONATELLO (O.S.)
Ouch! One of his chins landed right on my foot!

(CONTINUED)

110 CONTINUED: 110

LEONARDO (O.S.)
Whadya expect? One of your fists landed on his nose.

The grate is pushed aside and the Turtles jump out. Mike runs to Mitsu, hands her the dagger.

MITSU
Michaelangelo!

MICHAELANGELO
Hey, Mit, sorry about that crack about the bad vibes...
(looks at her)
Ya got great vibes!

MITSU
Quickly! We must free the others.

The brothers start unlocking the chains holding the prisoners. Mitsu jumps down, SHOUTS COMMANDS to them.

DONATELLO
We gotta find April, guys, before she's birdseed.

They run out. Behind them, the prisoners start yanking their chains free.

111 INT. WALKER'S QUARTERS - NIGHT 111

Walker, a brandy bottle in hand, pours Whit a drink as April is rushed past under heavy guard. She sees them and pushes loose, stopping in the open doorway. The Guards start to grab her, Walker motions them away. The sceptre is nowhere in sight.

WALKER
Ah, Miss O'Neil. My partner, Mr. Whit, and I...
(indicates Whit)
...were just discussing your future...

APRIL
First of all, your partner is the lowest scum of the earth. In fact, he's worse than scum, he gives scum a bad name.

WALKER
I know. That's why I hired him.
(MORE)

111 CONTINUED: 111

WALKER (CONT'D)
(to Guards)
Take her away.

APRIL
(quickly)
I have information about the Daimyo's son!

Walker considers this. Whit has kept his head lowered throughout but he raises it to look at her now.

WHIT
I think she's tellin' the truth.

WALKER
I don't pay you to think. I pay you to lie, cheat and steal.
(Whit flinches)
Go down to the harbor, bring back the men. With guns.

WHIT
Guns...?

Whit looks over at April who stares coldly back.

112 INT. CORRIDOR - NIGHT 112

The Turtles and Mitsu race down a deserted hallway. They come to a stairwell and meet a heavily armed company of men running down the steps toward them.

MICHAELANGELO
Red light!

The Turtles freeze. The Guards see the four "demons" and freeze.

MICHAELANGELO
Green light!

And the Turtles charge up the stairs toward the startled Guards, who panic and run. Mike picks up a fallen helmet and laterals it to Leo.

(CONTINUED)

107 CONTINUED: 107

Whit looks at him, then sets the scroll aside and carefully takes the sceptre out of the sack. *

WHIT
Equal partners.

Walker's eyes betray emotion for the first time. Greed. They HEAR SHOUTS outside the gates. * *

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Suddenly the "CAT" SCREECHES as the grate is pushed back... A hand shoots out, yanks the Jailer down out of sight. There is the SOUND of a SCUFFLE followed by a heavy THUD.

DONATELLO (O.S.)
Ouch! One of his chins landed right on my foot!

(CONTINUED)

110 CONTINUED: 110

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The grate is pushed aside and the Turtles jump out. Mike runs to Mitsu, unlocks her cage.

MITSU
Michaelangelo!

MICHAELANGELO
Hey, Mit, sorry about that crack about the bad vibes...
(looks at her)
Ya got great vibes!

MITSU
Quickly! We must free the others.

The brothers start unlocking the chains holding the prisoners. Mitsu jumps down, SHOUTS COMMANDS to them.

DONATELLO
We gotta find April, guys, before she's birdseed.

They run out. Behind them, the prisoners start yanking their chains free.

111 INT. WALKER'S QUARTERS - NIGHT 111

April is rushed in under heavy guard. Whit sits, Walker stands next to the table, the sceptre nowhere in sight.

WALKER
Oh, yes, Miss O'Neil. My partner, Mr. Whit, and I...
(indicates Whit)
...were just discussing your future...

APRIL
First of all, your partner is the lowest scum of the earth. In fact, he's worse than scum, he gives scum a bad name.

WALKER
I know. That's why I hired him.
(MORE)

(CONTINUED)

111 CONTINUED: 111

WALKER (CONT'D)
(to Guards)
Take her away.

APRIL
(quickly)
I have information about the Daimyo's son!

Walker considers this. Whit has kept his head lowered throughout but he raises it to look at her now.

WHIT
I think she's tellin' the truth.

WALKER
I don't pay you to think. I pay you to lie, cheat and steal.
(Whit flinches)
Go down to the harbor, bring back the men. With guns.

WHIT
Guns...?

Whit looks over at April who stares coldly back.

112 INT. CORRIDOR - NIGHT 112

The Turtles and Mitsu race down a deserted hallway passing an early painting of Usagi Yojimbo, the Samurai Rabbit. Mike stops for a closer look and gets yanked away by Raph.

They come to a stairwell and meet a heavily armed company of men running down the steps toward them.

MICHAELANGELO
Red light!

The Turtles freeze. The Guards see the four "demons" and freeze.

MICHAELANGELO
Green light!

And the Turtles charge up the stairs toward the startled Guards, who panic and run. Mike picks up a fallen helmet and laterals it to Leo.

(CONTINUED)

112 CONTINUED: 112

MICHAELANGELO
Time for the long bomb, bro.

Leo tosses a long perfect spiral, nailing the front guard on the back of the head. He topples over and the rest of the guards pile up behind him with a CLATTER of armor. The brothers slap joyous "High Three's".

DONATELLO
(making loud CROWD SOUNDS)
And the fans here love their Turtles.

113 INT. WALKER'S QUARTERS - NIGHT 113

The Turtles run in, scanning the room quickly. It's empty. Mike finds April's cloak.

MICHAELANGELO
Gettin' warm.

MITSU
Look.

She holds up the painting of the FOUR DEMON TURTLES.

MITSU
"The Battle of A Thousand Swords". Four demons defeated the Daimyo and his army.

DONATELLO
(looking at it)
Yup, definitely family. That one's got Raph's beak.

Raph shoots him a look.

MITSU
(turns to them)
But it was only a legend.

MICHAELANGELO
Dudes! We're legends!

DAIMYO (O.S.)
You!...

(CONTINUED)

113 CONTINUED: 113

They slowly turn and look. In the doorway is the Daimyo and his troop of elite Palace Guards. Donatello smiles.

DONATELLO
Who were you expecting, "Guns 'N Roses"?

DAIMYO
(a hoarse whisper)
You have come back.

LEONARDO
We like to drop in every three, four centuries.

DONATELLO
And, gosh, you look great. Now if you'll just give us back the sceptre, we'll be outta here.

DAIMYO
You have disgraced my ancestor. But you will not disgrace me. For that I am willing to die!

MITSU
(to the Daimyo)
No, we will both die. But only one of us with honor.

She draws her dagger, the Daimyo draws his sword. Leo turns to Don, whispers...

LEONARDO
Are we out of the loop here or what?

And with that Mitsu and the Daimyo rush at each other in a suicide run.

MICHAELANGELO
Mitsu! No!

Mike jumps forward and grabs Mitsu, yanking her out of the way, saving her life. But at the same time the Daimyo strikes, cutting Mike under the arm. There is a shocked SILENCE.

MICHAELANGELO
You cut me, compadre.

The Daimyo looks at his sword with wonder.

(CONTINUED)

113 CONTINUED: [2] 113

DAIMYO
They are men, not demons.
(to his troops)
Kill them!

His Guards draw swords and attack, fighting with ferocity and skill. The Turtles counterattack, knocking some through the shoji screens.

114 DONATELLO AND LEONARDO 114

jump up on the table and hold off an attacking horde.

DONATELLO
(to Leo, casually)
Errol Flynn--eat your heart out!

LEONARDO
That only works in the movies.

115 RAPHAEL 115

disposes three guards then turns to find himself facing six more. They rush him with a SHOUT.

116 MICHAELANGELO 116

fights valiantly despite his wound, but the Daimyo manages to escape out the door.

MICHAELANGELO
(calling)
Chicken!

And he runs out after him, followed by Mitsu and the brothers.

117 EXT. COURTYARD - NIGHT 1

The Daimyo is gone from sight. The Turtles run out, stop, and are instantly attacked.

118 RAPHAEL 118

pursued by a zealous mob, grabs a handcart and rolls it down a ramp right into ten of the men, knocking eight over like bowling pins, leaving two standing apart.

RAPHAEL
A split! I hate that.

119 MITSU 119

realizes the odds, turns to Mike.

MITSU
We must open the gate.

MICHAELANGELO
No problemo.

Mike takes a metal hoop off a big barrel, then jumps up on a catwalk and spins the metal band like a hula hoop, HUMMING CIRCUS MUSIC. The Guards run over from the gate, stop and stare.

MICHAELANGELO
Big finish!

Mike slips the hoop down over one foot, keeps it spinning, then kicks it off. It drops neatly around the Guards, pinning them together.

MICHAELANGELO
(re: the hoop)
Hang on to that, dudes, it'll be big in the fifties!

The escaped Prisoners spill out from the doors of the main donjon, joining in the battle, scooping up fallen weapons. Mike opens the main gates and Mitsu shoots a flaming arrow high into the night sky.

120 EXT. WOODS - NIGHT 120

The burning arrow arches overhead. Her village army rises up from behind some huge boulders and charges the castle, swords, rakes and pitchforks raised high.

120A EXT. COURTYARD - NIGHT 120

The villagers charge into the courtyard led by Mike.

121 EXT. KUMANO CASTLE - COURTYARD - NIGHT 121

Donatello, up on a parapet, knocks down a soldier as big as a redwood. He HEARS SHOUTS, turns to see guards coming up the steps below him.

He jumps up on the prone soldier and rolls him using his feet like a logger rolls a log.

DONATELLO
(sings lustily)
"Oh, I'm a lumberjack and I'm okay..."

He hops off and the armored soldier goes rolling down the steps, crashing into the attackers, cutting them down like tall trees.

DONATELLO
Timber!!!

122 THE DAIMYO 122

suddenly breaks out of the darkness on his black horse, heading for the gate. Raph makes a quick swipe at him with his sai as he gallops past. Nothing happens for a beat. Then the Daimyo abruptly topples off sideways still clinging to the saddle, the cinch sliced cleanly through.

RAPHAEL
Guy rides as bad as us.

The Daimyo runs back toward the donjon. Leonardo jumps down in front of him, cuts him off.

LEONARDO
Come on, stay. It'll be fun.

The Daimyo SNARLS like a trapped animal and draws his sword. Their blades CLASH, sparks fly, and then the Daimyo's sword SHATTERS, snapping off above the hilt. He looks at it in shock then back at Leo.

LEONARDO
(shrugs)
Shoulda used a Masamune.

DAIMYO
Finish me.

LEONARDO
Geez, and I thought Raph was a sore loser.

122 CONTINUED: 122

Leo turns to call his brothers, the Daimyo seizes the moment to scoop up the broken sword and thrust it at Leo's exposed belly.

Leo sidesteps, spins and brings his katana down with a blur, the blade stopping only millimeters from the Daimyo's nose.

LEONARDO
Darn. Just missed.

The Daimyo can only CROAK.

Leo abruptly raises his sword, gives a blood-curdling YELL and leaps straight up! The Daimyo closes his eyes and SHRIEKS.

Instead of killing him, Leo slices through the thick rope tied off to the battlement from which the large iron bell hangs suspended. The heavy bell plummets down, completely encasing the stunned Daimyo. *

The jubilant rebel prisoners swarm the bell, pounding lustily on it with hammers and shovels. Which raises a deafening DIN, the RINGING mixing with the plaintive YIPS of the entrapped Daimyo.

The brothers run over and join Leo.

RAPHAEL
Who's trapped inside?

LEONARDO
Lord Norinaga.

DONATELLO
Norinaga?

He reaches over, PINGS the bell. The Daimyo YELLS.

DONATELLO
Name rings a bell.

(CONTINUED)

122 CONTINUED: [2] 122

The celebrating rebels and villagers suddenly grow silent and look up. The Turtles slowly turn and look up at the battlement behind them. *

123 BATTLEMENT 123

April teeters on the brink. Walker stands with his pistol pointed at her, his long cape blowing in the wind.

RAPHAEL
Well, if it ain't the Phantom of the Opera.

WALKER
And I'm afraid the curtain's about to come down.

RAPHAEL
(rolls his eyes)
Everyone's a comedian.

Walker hears something and looks over as *

123A WHIT 123A

rushes in through the open gates, followed by Niles and the men from the ships, all armed with their long muskets, wheeling the small ship's cannon.

They push through the confused villagers and line up opposite Mitsu and the Turtles, rifles raised and ready, the cannon pointed. Don turns to his brothers.

DONATELLO
Don't these people believe in gun control?

WALKER
(coming down)
Thank you, Mr. Whit.

APRIL
Yeah, Whit, you make a great servant, I'm real impressed.

(CONTINUED)

123A CONTINUED: 123A

WALKER
(to April)
My, my, such spite. There is nothing sadder than true love gone awry.

MICHAELANGELO *
I wish he'd speak English. *

Walker shoves April away, she stumbles, then tries to walk across to the Turtles with some dignity. *

APRIL
Sorry guys...

LEONARDO
You okay?

WALKER
(interrupting)
Sadly, we don't have time for social pleasantries.
(turns to Whit)
Shoot them.

Just like that. There is a shocked SILENCE.

WHIT
What??

NILES
(standing next to Whit)
I heard him plain.

WHIT
Don't move a finger.
(to Walker)
What'd yuh say?

Walker carefully tucks his pistol in his waistband and speaks very casually:

WALKER
I said. Shoot them.
(points to April)
Her too.
(Whit hesitates)
Excuse me, but I thought you said she was just a pleasant diversion.

WHIT
(livid)
Yuh lousy...

123A CONTINUED: [2] 123A

WALKER
(to Niles)
Shoot him too.

WHIT
(stunned)
Wha...??

NILES
Thanks, Cap'n. Right then, men, ready...

The men sight down the barrels, fingers on the triggers. April looks at Whit, he stands, helpless.

DONATELLO
(softly)
Gee, if we die here in the Past, does that mean we won't be born in the Future?

They look at him, he shrugs: it's over. Walker looks at Niles, nods, makes a finger squeezing "shoot them" gesture.

123B FINGERS 123B

slowly squeeze back the curved triggers, the coiled fuses smoking.

123C THE CROWD 123C

stands, silent, waiting. April closes her eyes, Whit stands straight. The Turtles swallow hard. Then:

LEONARDO
Hey, why don't <u>you</u> shoot us?

He looks at Walker.

WALKER
Are you addressing me?

LEONARDO
(steps forward)
Shoot us yourself. Unless you're too scared.

Niles's eyes flick over to Walker: what the hell is this all about? The other Turtles exchange glances: huh?

(CONTINUED)

123C CONTINUED: 123C

WALKER
I find this all very disinteresting.

LEONARDO
Disinteresting or... disconcerting?

DONATELLO
(under his breath)
Good word, Leo.

LEONARDO
(to Walker's men)
See, he knows he can't kill us, we're demons. Your bullets'll just bounce back and kill you guys instead!

The men look over at Niles, afraid. Now even Niles is now unsure. He nervously turns to Walker.

NILES
Uh, might yuh want ta have the pleasure of the first shot, Cap'n?

LEONARDO
C'mon, Mr. Bad Guy, be a hero.

Walker's men are close to panic.

WALKER
(with contempt)
Fools!

He draws his pistol, then changes his mind and steps behind the small cannon which is pointed right at Leo's head. Leo GULPS. Walker calmly TOUCHES OFF THE FUSE!

But in that microsecond of time, Leo DUCKS HIS HEAD inside his shell, and the small cannon ball WHOOSHES harmlessly past where his head used to be. Striking the bell! It shatters, exposing the cringing Daimyo.

124 WALKER 124

steps back, jaw slack, as if clobbered by a knockout punch.

(CONTINUED)

124 CONTINUED: 124

WALKER
Devils...!

124A THE TURTLES 124A

use the brief diversion to leap into action. Don rolls, using his bo to knock down five of the sailors with guns. Mike grabs a piece of rope and uses it like a bullwhip. He expertly flicks the lash, jerking away five more sailors' guns. *

Raph hurls his sai, knocking a hole in a water barrel above. The water pours down on the fuses, rendering the remaining guns harmless.

124B LEO 123B

POPS his head back up and looks around. He catches a glimpse of Walker disappearing into the castle. * *

LEONARDO *
Oh man. Doesn't that guy ever stay put?

The Turtles take off in pursuit.

125 WALKER'S MEN 125

freak and scramble pell-mell for the gate.

126 MITSU 126

takes immediate command, SHOUTING orders to her forces. Quickly they begin to surround the stunned Daimyo and his troops.

127 WHIT 127

picks up a musket and blocks Niles' escape. Niles swallows hard, then takes off. Running smack into a battle shield held up by April. He falls like an ox.

128 INT. WALKER'S QUARTERS - NIGHT 128

Walker grabs the sack with the sceptre, throws a long coil of rope over his shoulder, shoves the table against the wall and scrambles out through the high window.

The Turtles rush in and see the open window.

LEONARDO
Split up!

Leo and Raph jump up onto the table, Don and Mike turn and run back out.

129 EXT. COURTYARD - NIGHT 129

Walker now sprints along the top of a roof, leaps across to a parapet and stops to tie off the rope.

130 COURTYARD BELOW 130

Don and Mike screech to a stop, spotting him. Leo and Raph run across the rooftops, hard in pursuit.

DONATELLO
We'll be down here.

Mike taps him, runs onto a cart loaded with hay.

DONATELLO
Check. We'll be right up.

Don looks around, grabs three fallen spears and throws them. They stick into the eighteen foot wooden tower, forming a rough ladder.

Don grabs the lower one and swings up to the next one like a gymnast. Mike WHISTLES, two heavy villagers run and jump on one end of the cart, launching himself upwards out of a BLAST of HAY.

131 OMITTED 131

132 MIKE 132

goes into orbit, sailing past his startled brothers.

MICHAELANGELO
I'm gonna dunk! Air Mikey...!

He lands up on the parapet next to a stunned Walker as Don swings up behind him.

(CONTINUED)

132 CONTINUED: 132

Leo and Raph come leaping up from below and for the first time Walker shows fear. *

WALKER
What kind of Demons are you?

LEONARDO
We're Turtles, friend.

DONATELLO
Of the Teenage Mutant Ninja variety. Scumbag.

The Turtles exchange "low three's". Walker takes a cautious step back.

WALKER
(defeated)
So. It's true.

He takes the sceptre out of the sack.

WALKER
This I believe is what you've been searching for.

They take half a step forward, he smiles mirthlessly.

WALKER
Go fetch!

And he suddenly flings the sceptre straight up into the air, stunning the Turtles.

ALL
No...!!!

133 THE SCEPTRE 133

spins slowly, end over end, like the bone in 2001.

134 THE TURTLES 134

look up, frantically trying to spot it.

WALKER
(gloating)
Did you really think it would be so easy? You... reptiles.

(CONTINUED)

134 CONTINUED: 134

There is a sudden BLINDING FLASH, the Turtles duck and a FIREBALL smashes into the tower below Walker, showering him with sparks.

135 WHIT 135

stands next to an empty catapult down below, a knife in one hand, the severed release strap in the other.

135A WALKER 135A

smirks, starts to go over the edge of the wall when the rope suddenly bursts into flame, spreading rapidly.

136 OMITTED 136

137 WALKER 137

lets go of the rope, caught off-guard, then, ROARING in anger, plummets like a cliffdiver down the high walls, plunging into the waters of the moat below. A beat later his fiery cloak settles on the water, HISSES and goes out. *

137A DONATELLO 137A

stares at the black waters, softly shakes his head.

DONATELLO
Bungy jumping without a bungy.
Very dangerous.

138 MEANWHILE 138

the sceptre floats lazily to the top of its arc, hangs for a moment, then it too begins to plummet towards the earth.

139 A HAND 139

snatches it out of the air.

The hand belongs to Mike who has launched himself off the catwalk. He SCREAMS...

MICHAELANGELO
Geronimo...!

As he starts to fall...

140 ANOTHER HAND 140

grabs him by the ankle. It belongs to Raphael, who is jerked off his feet by the weight of Mike's falling body. Raph SHOUTS up...

(CONTINUED)

140 CONTINUED: 140

RAPHAEL *
(a la "Geronimo")
Leonar-dio...!

He in turn is grabbed by Leonardo. Who topples off, too, SCREAMING the same way...

LEONARDO
Donatell-i-o-o-...! *

Don stretches out, grabs Leo's leg. Stops the fall. * And...

141 THE FOUR TURTLES 141

hang in a human (turtle) chain anchored by Mike at the top, Raph at the bottom triumphantly clutching the sceptre.

Mitsu and the villagers can only stare. April exhales, then looks over at Whit. Their eyes meet briefly, then he walks quickly away into the night.

DONATELLO
This is really stretching our luck.

142 OMITTED 142

143 INT. SUBWAY DEN - DAY 143

Quiet. Just the SOUND of the CLOCK: 11:30. Splinter looks from the clock to the subway entrance. There is no sign of Casey or the Samurai Warriors. Kenji paces angrily.

KENJI
We wait four hundred years...
and this Casey is still late!

SPLINTER
Patience. They merely went out for some fresh air...

144 INT. ART'S BAR & GRILL - DAY 144

A WALL of SOUND hits us in the face along with the smell of cheap drinks and cheaper perfume. No fresh air in sight. It's a Lower East Side joint with loud MUSIC, drunken sailors and a packed house of the flotsam and jetsam of society.

(CONTINUED)

144 CONTINUED: 144

And right now Casey is trying to talk to the Four Samurai Warriors, without much success. Two dance with wild abandon and two pump quarters into video games.

CASEY
Time to go, guys. Just wanted to give ya a quick peek at the future. Lucky you're goin' back, huh?

Benkei, the big one, turns from his game. Nods, very serious.

BENKEI
Real lucky we going back...

FOUR SAMURAIS
(in unison)
NOT!

They LAUGH, exchange "High Five's", go back to the MUSIC and exploding video screens.

CASEY
(sighs)
This could really screw up history.

Casey starts to pull them out. Benkei bumps a BAR GIRL, spilling her drinks on a table of merchant marines. Who HOWL in protest. The BOSUN, a redneck bully, jumps up, fists ready. Benkei smiles and bows.

BOSUN
(sneers at Benkei)
Why doncha go back where ya came from?!

CASEY
That's a sensitive subject.

He turns to go and is buried by an avalanche of human beef as the Bosun and his burly buddies pile on.

The Bosun picks up a pitcher of beer, takes aim at Casey's head, then is abruptly hoisted straight up into the air. Benkei holds him like a spear, tosses him the length of the bar! He slides along the counter.

(CONTINUED)

144 CONTINUED: [2] 144

One of his buddies slugs Benkei hard in the gut. * Benkei doesn't flinch. *

CASEY
Not a smart move, Chief.

Benkei and the other three Warriors bow solemnly to Casey, then turn and start kicking serious butt.

CASEY
This is getting interesting.

And he takes two heads and bangs them together.

145 OMITTED 145

146 INT. KUMANO CASTLE - TEMPLE CHAMBER - NIGHT 146

The room is in an uproar as Don, Raph, Leo and April prepare for the return trip home, rushing around like crazy.

Don tries to keep curious villagers away from the sceptre, Leo and Raph try to usher them out of the chamber, and they all talk over each other.

DONATELLO
(shouts)
Gone? Whaddya mean your watch is gone?!

APRIL
Gone as in not there! Look!

LEONARDO
(to villagers)
People, people, could you move on out of here, please?

APRIL
It must've fallen off during the fight with Walker.

DONATELLO
Great! How're we going to stay in synch with New York?

APRIL
(looking at the mob)
It's like a day in Graceland.

(CONTINUED)

146 CONTINUED: 146

RAPHAEL
This is nuts. Where's Mikey? Folks, we're closin' up here.

The Old Lady from the village fingers the sceptre, CHATTERING to others.

DONATELLO
Ma'am, don't touch that! That's a very valuable eggtimer...!

Just then Mike pushes in through the crowd, accepting accolades and bows. Leo spots him. *

LEONARDO
Mike! Where were you?! We're leaving, man...

MICHAELANGELO
(quietly)
I'm not.

LEONARDO
...Raph needs help, April lost her watch...

RAPHAEL
(still trying to clear the room)
Folks! I don't wanna get rough on ya, but I am a demon, okay?!

MICHAELANGELO
I'm staying, April.

APRIL
That's nice. I had it on this morning...

MICHAELANGELO
Have a safe trip, guys.

And Mike heads for the door.

DONATELLO
(at the sceptre)
Sure, right...what?! What'd you say?!

They all stop and look at Mike. Raph quickly ushers out the last stragglers. It gets quiet.

(CONTINUED)

146 CONTINUED: [2] 146

MICHAELANGELO
I said I'm staying. I like it here.

APRIL
Mike, c'mon, be serious. Come back to New York.

MICHAELANGELO
Been there, done that.

APRIL
But it's our home.

MICHAELANGELO
Sure, your home's a nice apartment, my home's a sewer.

RAPHAEL
Ya know, I been thinkin' along the same lines, Leo.

LEONARDO
Huh?

RAPHAEL
This place could be kinda cool.

Now it's their turn to look at Raphael.

RAPHAEL
Y'know, people appreciate us here, we don't have to live like moles.

DONATELLO
Hey, whoa! You think I could possibly live without a single microchip?! No way! We're all going back. Tell'em, Leo.

They all turn to Leo, who gives a shy smile.

LEONARDO
Actually, I kind of like it here myself.

DON/APRIL
What?! No! Come on!

(CONTINUED)

146 CONTINUED: [3] 146

LEONARDO
(excited)
Guys, think about it, I've got the most famous swordmaker in history as my teacher!

Now it is Don and April's turn to be stunned.

APRIL
Not to be selfish but what the heck why not, what about me? I don't wanna stay here.

DONATELLO
Yeah, Leo, me neither. And it's gotta be all or nothing or the transfer won't work.
(nods to April, pleased)
So, we gotta figure out the time...

MICHAELANGELO
There is another way.
(they look at him)
It's just weight and mass, right?

DONATELLO
I didn't think you were listening.

MICHAELANGELO
So, all you gotta do is take back one of those dudes...
(points to the Daimyo statues)
...for each one of us that wants to stay.

LEONARDO
Would that work?

DONATELLO
(nods slowly)
Yeah, yeah, I think so...
(to Mike)
When did you get smart?

MICHAELANGELO
(shrugs)
Guess when my hormones kicked in.

146 CONTINUED: [4] 146

He begins to wrestle over one of the wooden statues. The others stand around, unsure. April is at a loss.

APRIL
But... that means you guys would never be together again.

Mike stops and looks at his brothers. Just then the hourglass ROCKS! ONCE! TWICE!

DONATELLO
Somebody's activating the sceptre! We gotta go!!!

They look at each other in anguish.

147 INT. SUBWAY DEN - DAY 147

The HOURGLASS ROCKS! Kenji clasps the sceptre, MURMURING the inscription. Splinter touches him.

SPLINTER
You cannot go without the others. It would be cowardly.

But Kenji is beyond reason.

148 EXT. NEW YORK - STREETS - DAY 148

Casey and the four Samurai Warriors are running full out. They cut across a narrow back street, dodging traffic. Cars SCREECH to a halt, HORNS HONK, drivers stick their heads out in disbelief.

CASEY
It's okay, folks. They're from Jersey.

149 INT. TEMPLE CHAMBER - NIGHT 14

Chaos. Donatello tries to keep Mike and the statue away from the sceptre while April pleads with Raph and Leo.

DONATELLO
Mike, somebody's started things, we gotta go...

(CONTINUED)

149 CONTINUED: 149

APRIL
Raphael, Leo, you guys can't split up... what about Splinter?

The brothers stop, thinking about this. At that moment * Mitsu comes running in with Yoshi. *

MITSU
I am sorry... Yoshi wanted to say goodbye.

MICHAELANGELO
We're not going.
(Mitsu looks confused)
Me 'n Raph and Leo are staying.

MITSU
No. No, Kenji must return. You promised.
(Mike blinks)
Our two families must be united or the wars will start again.

MICHAELANGELO
(plaintively)
But I thought... I want to stay here with you.

MITSU
(smiles gently)
You will always be here with me. Michaelangelo.

Mike is crushed. The others feel badly for him.

The HOURGLASS suddenly ROCKS again, then starts to SPIN.

DONATELLO
Oh geez, there it goes... guys?! It's last call here!

150 INT. SUBWAY DEN - DAY 150

Kenji READS the words, oblivious to Splinter's pleas. The HOURGLASS SPINS SLOWLY. A cosmic WIND sweeps down through the den. Just then Casey and the Samurai Warriors come running in, winded.

(CONTINUED)

150 CONTINUED: 150

CASEY
Traffic.

SPLINTER
Quickly. It has started.

The Warriors run over and take their place by the sceptre, peeling off their clothes. Benkei, still wearing Mike's surfer shorts, suddenly dashes across and picks up the small TV set, tucks it under his arm and heads back to the others. Kenji goes ballistic.

KENJI
Benkei! No!

Benkei hesitates, Casey steps up and takes it.

CASEY
I'll put it on layaway for ya.
Give ya an excuse to come back,
Zen-meister.

He flashes the "Thumb's Up" sign to them, they grin and return the gesture. Benkei grabs his shorts with one hand, the sceptre with the other as it begins to glow, the HOURGLASS WHIRLING FASTER.

151 INT. TEMPLE CHAMBER - NIGHT 151

As the HOURGLASS SPINS and the sceptre pulsates.

DONATELLO
We're outta time! Leo? Raph?

Raphael and Leonardo are in a quandary. Leo swallows hard, then:

LEONARDO
We have no choice, guys.
(to the others)
If we stay here, we interfere
with destiny, their destiny...
(indicates Mitsu and
Yoshi)
We can't do that, it'd be
selfish. Our destiny is back
in New York, right? We just
gotta somehow make it work.

Leo shrugs hopelessly, then crosses to the sceptre. A WIND begins to kick up and the shutters BANG open.

(CONTINUED)

151 CONTINUED: 151

APRIL
C'mon!!! It's Close Encounters Time!

Yoshi runs up and hugs Raph tight.

YOSHI
(sniffing)
I will never forget you, Raphael-san.

RAPHAEL
(blinks hard, looks at the others, then)
See ya in the schoolyard, kid. And remember, watch that temper.

The HOURGLASS SPINS FASTER. The room is bathed in a white light, the WIND increases. They look at Mike.

MICHAELANGELO
(sadly)
Ya ever get to New York...

The others grab kimonos and start yanking them on as they begin to SHIMMER and FADE.

RAPHAEL
Later Mike!!!

MICHAELANGELO
(shakes his head, sad)
Destiny... What a drag.

As the others HOLLER he turns and runs for the sceptre like a man trying to catch a train. They stretch out their hands, urging him on. He makes a desperate dive but... they... are... GONE!

APRIL (V.O.)
(her SCREAM ECHOES)
Mi..iii..ke!!!

152 INT. SUBWAY DEN - DAY 15

The light is blinding, the WIND BLASTS... and then they appear, one by one, stumbling away from the sceptre, April, Leo, Don and Raph. But no Mike! Benkei is left standing alone, still holding on. He looks around, confused, SHOUTS something in Japanese.

(CONTINUED)

152 CONTINUED: 152

SPLINTER
Michaelangelo...

LEONARDO
Master...he... he...

SPLINTER
(shouts)
No...!

Splinter starts to move toward the sceptre when it begins to SPIN AGAIN, FORWARDS, BACKWARDS, then FORWARDS again. There is a faint RUMBLE!

Benkei FADES, REAPPEARS, then VANISHES. NOTHING. Then eons later, Mike APPEARS, blackened like the space shuttle, but back home! Splinter looks at him with relief. But Mike is downcast.

SPLINTER
(trying to cheer him up)
Yo, dude.

Mike looks at Splinter, still sad.

MICHAELANGELO
(quietly)
Yo, Master.

153 INT. TEMPLE CHAMBER - NIGHT 153

Kenji and three of the four Samurai Warriors ARRIVE, now wearing the kimonos of the Turtles. Kenji is in his modified robes with bare legs. Mitsu and Yoshi stare at this apparition, astonished.

A BEAT and Benkei arrives, in Mike's surfer shorts. He looks down, sees them and beams. Kenji crosses to Mitsu, impulsively starts to give her a hug, then catches himself, steps back and bows formally. She smiles and bows back.

154 INT. SUBWAY DEN - DAY 154

As the brothers slap High Three's with Mike. Casey grins at April, impulsive...

CASEY
"April showers bring May flowers!" How ya doin'?

(CONTINUED)

154 CONTINUED: 154

APRIL
Oh brother. I get back from a very poor excuse for a vacation and that's all you can say?

CASEY
Hey, it's a poem!

APRIL
Oh really? I thought it was a weather report.
(grins at him)
I like you better without the beard.

CASEY
(confused)
Beard?

The brothers are busy looking around the den. Don runs over and turns on his computer, Leo flips through his book on swords, finds the photo of the Masamune, Raph picks up the fedora given to him by April.

RAPHAEL
(sourly)
New York.
(then, beams, putting the hat on his head)
I love it!!!

Splinter looks at them fondly. But Mike has not joined in the celebration but sadly holds the sceptre. *

SPLINTER
Michaelangelo, something else deeply troubles you, my son.

MICHAELANGELO
(looks up, a beat)
Where's the pizza?

He grins, Splinter CHUCKLES, the brothers join in.

SPLINTER
I need a vacation.

MUSIC UP.

FADE TO BLACK

THE END

155 EXT. KUMANO CASTLE - NIGHT 155 *

As END CREDITS ROLL OVER BLACK, the BLACK becomes the back of a cloak worn by Whit as he walks along the castle walls. He sees something reflecting in the torchlight and bends to pick it up. *

It is April's wristwatch, lost during the struggle with Walker. Whit looks at it for a long beat. Then drops it over the castle walls and continues on his walk. *

FADE TO BLACK

THE REAL END